



FREDERICK MENNONITE COMMUNITY
d/b/a FREDERICK LIVING

DISCLOSURE STATEMENT

June 30, 2025

THE ISSUANCE OF A CERTIFICATE OF AUTHORITY DOES NOT CONSTITUTE APPROVAL, RECOMMENDATION OF ENDORSEMENT OF GARDEN SPOT VILLAGE BY THE PENNSYLVANIA DEPARTMENT OF INSURANCE, NOR IS IT EVIDENCE OF, NOR DOES IT ATTEST TO THE ACCURACY OR COMPLETENESS OF THE INFORMATION SET OUT IN THE DISCLOSURE STATEMENT.

FREDERICK LIVING
DISCLOSURE STATEMENT

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SUMMARY OF DISCLOSURE STATEMENT

The following is a summary of the information presented in this Disclosure Statement:

1. **The FACILITY:** Frederick Mennonite Community d/b/a Frederick Living, 2849 Big Road, Zieglerville, PA 19492.
2. **THE PROVIDER:** Frederick Living, 2849 Big Road, Zieglerville, PA 19492.
3. **ADMISSIONS CONTACT:** Residency Counselor, Frederick Living, 2849 Big Road, Zieglerville, PA 19492, Tel 610 754-7878 Ext. 1002.
4. **DESCRIPTION OF FACILITY:** Frederick Mennonite Community (d/b/a Frederick Living) is a Continuing Care Retirement Community situated on a seventy-acre campus in rural Upper Frederick Township in Montgomery County. A three-story, 62-unit, apartment complex, 4 patio homes, 34 single-story cottages, 10 villas, and 55 Meadows cottages provide 165 Residential Living units. Frederick's Personal Care facilities licenses are split with 104 licensed beds in our multi-story Personal Care building and 31 licensed beds in our single-story Personal Care memory support facility. Nursing care is licensed for 61 beds and currently is located on the third floor of the Personal Care building. A community center - with a library, wellness suite, exercise center, bank and an auditorium/chapel - serves the entire community.
5. **REQUIREMENTS:** Admission is open to individuals who are at least 55 years of age.
6. **AFFILIATIONS:** Frederick Mennonite Community d/b/a Frederick Living is a controlled affiliate of Garden Spot Communities. Garden Spot Communities is the corporate "parent" and is the sole member of Fredrick Living. Garden Spot Communities has certain reserved corporate powers over Fredrick Living, and it provides management services to Fredrick Living pursuant to the terms of a Management Services Agreement. Fredrick Living is a member of Mennonite Health Services, Mosaic Conference of the Mennonite Church USA, Anabaptist Provider Group, LeadingAge PA, LeadingAge.
7. **CURRENT RESIDENT POPULATION:** The facility has provided services to older adults at this location since 1896. The current resident population is 331 persons.
8. **FEES:** The following is a sample of the Entrance Fee and Monthly Fee for a typical one bedroom apartment and cottage (2 Bedroom, 1.5 baths, amortized over 4 years).

<u>FEE</u>	<u>SINGLE OCCUPANCY</u>	<u>DOUBLE OCCUPANCY</u>
Entrance Fee - 1 Bedroom Apt.	\$137,100	\$137,100
Entrance Fee – Cottage 2 Bd,1.5 Bath	\$188,900	\$188,900

<u>FEE</u>	<u>SINGLE OCCUPANCY</u>	<u>DOUBLE OCCUPANCY</u>
Monthly Fee - 1 Bedroom Apt. * Includes 195 dining plan	*\$3,174	*\$4,054
Monthly Fee - Cottage 2 Bd,1.5 Bath * Includes 195 dining plan	*\$2,765	*\$3,580

BACKGROUND

Frederick Mennonite Community (d/b/a **Frederick Living**) is located on seventy (70) acres in rural Upper Frederick Township. The address of the community is 2849 Big Road, Zieglerville, PA 19492. Frederick Living is a Pennsylvania nonprofit corporation with its principal office at 2849 Big Road, Zieglerville, PA 19492. Frederick Living is affiliated with the Mennonite Church. The Mennonite Church is not, however, responsible for the debts or contractual obligations of Frederick Living.

Frederick Living is a controlled affiliate of Garden Spot Communities, a related Pennsylvania nonprofit corporation with its principal office located at 433 South Kinzer Avenue, New Holland, PA 17557. Garden Spot Communities is the sole member and corporate “parent” of Frederick Living. Garden Spot Communities exercises certain corporate powers over Frederick Living, including the power to appoint the Board of Directors of Frederick Living. Garden Spot Communities provides certain services to Frederick Living pursuant to the terms of a Management Services Agreement, including administration, general management, human resources, information technology, marketing, and accounting services.

The Board of Directors of Frederick Living is vested with the authority to govern and manage the affairs of the community. The Officers and Directors serve on a voluntary basis and receive no remuneration for their activities as a Director or Officer. The names for each of the Officers and Directors are attached as Exhibit A.

DESCRIPTION

Frederick Mennonite Community (d/b/a Frederick Living) is located on seventy acres in rural Upper Frederick Township. The Residential Living units are contained in a three-story, 62-unit, apartment complex, 4 patio apartments, 34 single-story cottages, 10 villas, and 55 Meadows cottages. The three-story complex contains efficiency, one-bedroom and two-bedroom apartment units. Also located on campus are a multi-story Personal Care facility with a 104-bed license and a single-story Personal Care memory support facility with a 31-bed license. The skilled nursing care facility is located on the third floor of the Personal Care building and is licensed for 61 beds. A community center - with a library, wellness suite, exercise center, bank and an auditorium/chapel - serves the entire community.

Several different Apartment types are offered at Frederick Living: studio, one bedroom, two bedrooms, and a two-bedroom deluxe. Certain of the two-bedroom apartments include two bathrooms, while other apartment types include one bath. Each apartment unit includes a full kitchen, with custom cabinetry, refrigerator, stove/oven, sink, dishwasher and microwave.

The Cottages are all two-bedroom units with full kitchens as described above. Each cottage includes a one-car garage and either a patio, screened porch or four-seasons room. One or two levels of living space are offered with an alternative second-story storage space. Some units also include two-car garages. The larger Villas include cathedral ceilings, an optional finished loft with a third bath and a walk-in closet.

Each Apartment, Cottage and Villa includes:

- * Wall-to-wall carpet
- * Quality vinyl flooring in kitchens and bath(s)
- * Storage space
- * Washer and dryer
- * Individual temperature control
- * Other options upon request

SERVICES

Services are provided in accordance with the terms of the Frederick Living Resident Agreement a copy of which is provided by Frederick Living. Services provided by Frederick Living without additional charge include:

- * Grounds keeping, snow and trash removal, grass mowing
- * Maintenance of the apartments and cottages
- * Scheduled local transportation
- * 24 hour emergency response
- * Social and recreational activities
- * Three (3) dining plan choices
- * All utilities, except cable TV and telephone, unless otherwise stipulated in the contract.

Starting with Section 2, The Resident Agreement provides additional details concerning services as well as optional services and building/equipment which are available for extra charges.

If residents require temporary or long-term care services, Frederick Living assists in arranging for the resident's transfer to an appropriate care facility on campus or care facility of the resident's choice. Frederick Living has a Personal Care facility with a 104-bed license and a single-story Personal Care memory support facility with a 31-bed license. A skilled nursing care facility is located on the third floor of the Personal Care building and is licensed for 61 beds. The households provide a non-institutional environment with a person-centered care philosophy for residents.

Additional details concerning nursing and personal care services are included in Section 3 of the Resident Agreement.

ENTRANCE FEES AND MONTHLY SERVICE FEES

Residents of Frederick Living pay a one time Entrance Fee and a recurring Monthly Service Fee. The first step in applying for residence at Frederick Living is to complete a Pre-Entrance Application form and payment of \$100.00. This fee is non refundable. The second step is to get on the Waiting List. This

involves defining which homes are of interest and paying a single deposit equal to \$1,000.00.

The third step begins when a home becomes available. At this time an updated application is required along with a 10% deposit on the entrance fee and signing of a financial agreement. The final step is payment equal to 90% of the entrance fee that is due within 60 days of signing the financial agreement in the previous step. Under certain circumstances, such as death or serious illness that occur prior to occupancy, the paid entrance fees will be refunded, except the non-refundable portion and/or any costs incurred by Frederick Living as a result of special requests by the prospective resident. After occupancy, a portion of the Entrance Fee is refundable. See Exhibit D, for schedule of Entrance Fee amortization and Refund Plans. The monthly service fee may be adjusted upon written notice at least 30 days prior to the effective date of any adjustment to the monthly service fee as specified in Section 4.5 of the Resident Agreement.

Below is a table showing the annual increases in fees for each of the past five fiscal years:

Monthly Service Charge	Dollar Increases in Rates				
	01/01/2022- 12/31/2022	01/01/2023- 12/31/2023	01/01/2024- 06/30/2024	07/01/2024- 06/30/2025	07/01/2025- 06/30/2026
	<u>1/1/2022</u>	<u>1/1/2023</u>	<u>1/1/2024</u>	<u>7/1/2024</u>	<u>7/1/2025</u>
Effective Date					
Apartments (1 Bedroom)*	\$71	\$212	\$100	\$119	\$154
Cottages (2 Bd, 1.5 Bath)*	61	182	86	153	135
The Meadows*	60	181	85	201	136
Patio Home (1 Bd, 1.5 Bath, Den)	78	232	110	131	169
Personal Care Daily Rates **	8	18	9	15	30
Memory Support ***	11	6	10	18	43
Skilled Care Daily Rates-Semi Private	26	37	17	36	28

* Rate changes for the Green Meal Plan Option.

** Rates for One Bed Room-Plan A at Level 1 service. Additional service levels are offered.

***Rates for Private Room-Plan A at Level 1 service. Additional service levels are offered.

ESCROW AND RESERVE FUNDS

An Entrance Fee Escrow Account has been established as required by the Pennsylvania Continuing Care Provider Registration and Disclosure Act (Act 82). Any money so escrowed will be invested by the Escrow Agent in accordance with the provisions of Act 82.

FINANCIAL INFORMATION

Frederick Living's financing consists of Series 2017 Loan and several lines of credit used for various capital and operating needs. For interest rates, terms and other details of these debt structures, please refer to Note #7 and Note #8 of the June 30, 2025 Audited Financial reports included in Exhibit B of this statement.

Exhibit B, Financial Statement prepared by Baker Tilly US, LLP, Philadelphia, Pennsylvania, the Accounting firm for Garden Spot Communities and Subsidiaries, includes financial information concerning Frederick Living for fiscal year June 30, 2025. The Chief Executive Officer and/or Chief Financial Officer is available to meet with you and/or your advisors to discuss the financial information presented in this Disclosure Statement or to respond to your questions.

Exhibit C presents the Budget, projected revenues and expenses, for the fiscal year ending June 30, 2026.

NOTICE OF RIGHT TO RESCIND

Date rescission period begins [DATE]. You may rescind and terminate your Resident Agreement without penalty or forfeiture within seven (7) days of the above date. You are not required to move into the continuing care facility before the expiration of this seven (7) day period. No other agreement or statement you sign shall constitute a waiver of your right to rescind your Agreement within this seven (7) day period.

To rescind your Resident Agreement, mail or deliver a signed and dated copy of this notice, or any other dated written notice, letter or telegram, stating your desire to rescind to the following address:

Frederick Living
2849 Big Road
Zieglerville, PA 19492

Not later than midnight of [DATE] (last day for rescission).

Pursuant to this notice, I hereby cancel my Resident Agreement.

Date:_____

PROSPECTIVE RESIDENT'S SIGNATURE

EXHIBIT A

GARDEN SPOT VILLAGE BOARD OF DIRECTORS

Nathan Yorgey, Chair
Boyertown, PA 19512
Digital Solutions Leader/AI Expert – Proconex/Valspec

Sharon Hohlfeld, Vice Chair
Schwenksville, PA 19473
VP of Payor Contracting – Physicians Endoscopy

Michelle Forsell, Secretary
Pennsburg, PA 18073
Attorney – Wolf Baldwin & Assoc.

Gregory Levengood, Treasurer
Boyertown, PA 19512
Retired – Financial Planner

Robert Nase
Harleysville, PA 19438
Architect – Nase Architects

James Landis
East Greenville, PA 18041
Retired – Plumer (Self-Employed)

Stieven Weidner
Schwenksville, PA 19473
Retired – VP of Information Technology

Joseph Genuardi
Zieglerville, PA 19492
Retired – Cost Control for a hospital

Garden Spot Communities and Subsidiaries

Consolidated Financial Statements
and Supplementary Information

June 30, 2025 and 2024

Garden Spot Communities and Subsidiaries

EXHIBIT B

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Independent Auditors' Report

To the Board of Directors of
Garden Spot Communities and Subsidiaries

Opinion

We have audited the consolidated financial statements of Garden Spot Communities and Subsidiaries (the Organization), which comprise the consolidated balance sheets as of June 30, 2025 and 2024, and the related consolidated statements of operations, changes in net assets and cash flows for the years then ended, and the related notes to the consolidated financial statements.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Organization as of June 30, 2025 and 2024, and the results of its operations, changes in its net assets and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America (GAAP).

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America (GAAS). Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are required to be independent of the Organization and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Responsibilities of Management for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with GAAP, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Organization's ability to continue as a going concern within one year after the date that the financial statements are issued.

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the consolidated financial statements.

Baker Tilly Advisory Group, LP and Baker Tilly US, LLP, trading as Baker Tilly, are members of the global network of Baker Tilly International Ltd., the members of which are separate and independent legal entities. Baker Tilly US, LLP is a licensed CPA firm that provides assurance services to its clients. Baker Tilly Advisory Group, LP and its subsidiary entities provide tax and consulting services to their clients and are not licensed CPA firms.

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the consolidated financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Organization's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the consolidated financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Organization's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings and certain internal control-related matters that we identified during the audit.

Supplementary Information

Our audits were conducted for the purpose of forming an opinion on the consolidated financial statements as a whole. The consolidating information identified in the table of contents is presented for purposes of additional analysis of the consolidated financial statements rather than to present the financial position, changes in net assets and cash flows of the individual organizations, and it is not a required part of the consolidated financial statements. Also, the Garden Spot Obligated Group Statement of Cash Flows and the Frederick Living Statement of Cash Flows is presented for purposes of additional analysis and is not a required part of the consolidated financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the consolidated financial statements. The information has been subjected to the auditing procedures applied in the audit of the consolidated financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the consolidated financial statements or to the consolidated financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated, in all material respects, in relation to the consolidated financial statements as a whole.

Baker Tilly US, LLP

Philadelphia, Pennsylvania
October 1, 2025

Garden Spot Communities and Subsidiaries EXHIBIT B

Consolidated Balance Sheets

June 30, 2025 and 2024

	2025	2024
Assets		
Current Assets		
Cash and cash equivalents	\$ 13,533,929	\$ 11,569,775
Assets whose use is limited, resident trust funds	1,919,426	2,611,364
Accounts receivable:		
Residents, net	2,590,500	2,947,205
Other	329,007	478,772
Prepaid expenses and other current assets	2,838,438	1,251,428
Total current assets	21,211,300	18,858,544
Investments	25,249,149	25,692,506
Assets Whose Use is Limited		
Board-designated	18,777,475	16,586,534
Statutory liquid minimum reserve	5,467,212	5,149,999
Under trust indenture, held by trustee	13,860,220	-
Total assets whose use is limited	38,104,907	21,736,533
Property and Equipment, Net	183,104,982	178,471,249
Beneficial Interest in Perpetual Trusts	716,900	701,568
Derivative Financial Instruments	-	3,433,528
Investment in Partnership	1,800,667	-
Total assets	\$ 270,187,905	\$ 248,893,928
Liabilities and Net Assets		
Current Liabilities		
Lines of credit	\$ -	\$ 5,238,767
Current maturities of long-term debt	2,392,230	2,397,185
Accounts payable:		
Trade	1,858,756	1,451,395
Construction	1,420,962	1,614,877
Entrance fee refunds	1,415,256	1,179,541
Accrued expenses	4,997,597	4,039,473
Deferred grant revenue	8,241	57,896
Resident trust funds	1,919,426	2,611,364
Deposits from prospective residents	8,549,971	7,504,840
Total current liabilities	22,562,439	26,095,338
Long-Term Debt	88,917,492	69,702,523
Refundable Entrance Fees	18,662,284	19,677,936
Deferred Revenue From Entrance Fees	84,932,104	83,290,950
Derivative Financial Instruments	190,336	-
Total liabilities	215,264,655	198,766,747
Net Assets		
Without donor restrictions	53,049,778	48,052,297
With donor restrictions	1,873,472	2,074,884
Total net assets	54,923,250	50,127,181
Total liabilities and net assets	\$ 270,187,905	\$ 248,893,928

See notes to consolidated financial statements

Garden Spot Communities and Subsidiaries

EXHIBIT B

Consolidated Statements of Operations
Years Ended June 30, 2025 and 2024

	2025	2024
Revenues Without Donor Restrictions		
Net resident service revenues	\$ 80,688,722	\$ 64,722,209
Management fee	-	402,776
Rent	1,373,425	1,352,533
Grant revenues	47,615	122,145
Other revenues	1,171,472	1,238,427
Net assets released from restrictions used for operations	132,957	43,520
	<u>83,414,191</u>	<u>67,881,610</u>
Expenses		
Nursing	27,293,526	21,263,426
Dietary	10,237,130	7,541,265
Social services	2,123,292	1,790,014
Housekeeping and laundry	2,374,742	1,742,915
Plant operations	8,146,892	6,369,637
Real estate taxes	2,626,277	2,150,596
Utilities	2,677,392	2,470,888
Administrative	9,368,927	8,046,049
Marketing	2,699,413	2,148,035
Depreciation	11,145,635	9,392,865
Interest	3,846,709	2,510,202
	<u>82,539,935</u>	<u>65,425,892</u>
Total expenses		
	874,256	2,455,718
Operating income		
	874,256	2,455,718
Other Income (loss)		
Investment income	2,243,610	1,744,027
Contributions	1,105,752	724,529
Change in net unrealized gains and losses on investments	2,626,037	1,548,103
Change in fair value of derivative financial instruments	(1,604,682)	393,027
Inherent contribution received in affiliation	-	8,121,187
Loss on refinancing	(558,540)	-
	<u>4,686,433</u>	<u>14,986,591</u>
Revenues in excess of expenses		
	4,686,433	14,986,591
Net Assets Released From Restrictions Used for Purchase of Property and Equipment		
	<u>311,048</u>	<u>-</u>
Revenues in excess of expenses and change in net assets without donor restrictions		
	<u>\$ 4,997,481</u>	<u>\$ 14,986,591</u>

See notes to consolidated financial statements

Garden Spot Communities and Subsidiaries

EXHIBIT B

Consolidated Statements of Changes in Net Assets
Years Ended June 30, 2025 and 2024

	<u>2025</u>	<u>2024</u>
Net Assets Without Donor Restrictions		
Revenues in excess of expenses	\$ 4,686,433	\$ 14,986,591
Net assets released from restrictions used for purchase of property and equipment	<u>311,048</u>	<u>-</u>
Change in net assets without donor restrictions	<u>4,997,481</u>	<u>14,986,591</u>
Net Assets With Donor Restrictions		
Contributions	227,261	138,991
Net assets with donor restrictions acquired in membership affiliation	-	1,665,028
Valuation gain, beneficial interest in perpetual trusts	15,332	15,479
Net assets released from restrictions used for purchase of property and equipment	(311,048)	-
Net assets released from restrictions used for operations	<u>(132,957)</u>	<u>(43,520)</u>
Change in net assets with donor restrictions	<u>(201,412)</u>	<u>1,775,978</u>
Change in net assets	4,796,069	16,762,569
Net Assets, Beginning	<u>50,127,181</u>	<u>33,364,612</u>
Net Assets, Ending	<u><u>\$ 54,923,250</u></u>	<u><u>\$ 50,127,181</u></u>

See notes to consolidated financial statements

Garden Spot Communities and Subsidiaries
EXHIBIT B

Consolidated Statements of Cash Flows
Years Ended June 30, 2025 and 2024

	2025	2024
Cash Flows From Operating Activities		
Change in net assets	\$ 4,796,069	\$ 16,762,569
Adjustments to reconcile change in net assets to net cash provided by operating activities:		
Membership affiliation	-	(9,786,215)
Depreciation	11,145,635	9,392,865
Loss on refinancing	558,540	-
Loss on sale of fixed assets	71,683	-
Amortization of deferred financing costs	30,044	61,485
Amortization of bond premium and discount	(79,237)	-
Net realized and unrealized gains on investments	(3,214,328)	(1,900,134)
Deposits from prospective residents, net	1,045,131	1,559,349
Proceeds from nonrefundable entrance fees, existing units	14,654,091	9,692,187
Amortization of entrance fees	(12,553,744)	(11,067,959)
Restricted contributions for long-term purposes	(140,780)	(59,544)
Change in fair value of derivative financial instruments	1,604,682	(393,027)
Valuation gain, beneficial interest in perpetual trusts	(15,332)	(15,479)
Change in assets and liabilities:		
Accounts receivable, residents and other	506,470	34,400
Prepaid expenses and other current assets	(1,587,010)	672,089
Accounts payable, trade	407,361	(976,959)
Accrued expenses	958,124	506,552
Deferred grant revenue	(49,655)	49,655
Net cash flows provided by operating activities	<u>18,137,744</u>	<u>14,531,834</u>
Cash Flows From Investing Activities		
Cash and cash equivalents received in membership affiliation	-	280,657
Purchase of property and equipment	(16,044,966)	(8,841,946)
Change in value of partnership	(1,800,667)	-
Proceeds from sales of investments and assets whose use is limited	8,980,238	6,314,186
Purchases of investments and assets whose use is limited	<u>(7,830,707)</u>	<u>(5,866,857)</u>
Net cash flows used in investing activities	<u>(16,696,102)</u>	<u>(8,113,960)</u>
Cash Flows From Financing Activities		
(Payments on) proceeds from lines of credit, net	(1,738,767)	640,888
Proceeds from borrowings on long-term debt	20,269,351	-
Proceeds from termination of interest rate swap agreements	2,019,182	-
Repayment of long-term debt	(4,497,067)	(3,568,945)
Payment of deferred financing costs	(571,617)	-
Proceeds from refundable entrance fees, existing units	2,072,575	1,180,780
Refunds of entrance fees	(3,311,705)	(1,916,230)
Restricted contributions for long-term purposes	<u>140,780</u>	<u>59,544</u>
Net cash flows provided by (used in) financing activities	<u>14,382,732</u>	<u>(3,603,963)</u>
Net change in cash and cash equivalents	15,824,374	2,813,911
Cash and Cash Equivalents and Restricted Cash and Cash Equivalents, Beginning	<u>11,569,775</u>	<u>8,755,864</u>
Cash and Cash Equivalents and Restricted Cash and Cash Equivalents, Ending	<u>\$ 27,394,149</u>	<u>\$ 11,569,775</u>
Reconciliation of Cash, Cash Equivalents and Restricted Cash and Cash Equivalents		
Cash and cash equivalents	\$ 13,533,929	\$ 11,569,775
Assets whose use is limited:		
Under trust indenture, held by trustee	<u>13,860,220</u>	<u>-</u>
Total cash, cash equivalents and restricted cash and cash equivalents	<u>\$ 27,394,149</u>	<u>\$ 11,569,775</u>
Supplemental Disclosure of Cash Flow Information		
Interest paid, net of amounts capitalized	<u>\$ 3,476,308</u>	<u>\$ 2,376,875</u>
Supplemental Disclosure of Noncash Investing and Financing Activities		
Obligations incurred for the acquisition of property and equipment	<u>\$ 1,420,962</u>	<u>\$ 1,614,877</u>
Line of credit converted to long-term debt	<u>\$ 3,500,000</u>	<u>\$ -</u>
Long-term debt refinanced	<u>\$ 55,360,000</u>	<u>\$ -</u>

See notes to consolidated financial statements

1. Nature of Operations and Summary of Significant Accounting Policies**Nature of Operations and Principles of Consolidation**

Garden Spot Communities (GSC) is the parent organization that provides management services to its controlled entities based on the terms of the management agreements. The following is a listing of GSC's controlled entities:

- Garden Spot Village (the Village) operates a continuing care retirement community (CCRC) located in New Holland, Pennsylvania providing housing, health care and other services to elderly residents through the operation of a 73-bed nursing facility, a 65-unit personal care facility, a 40-unit personal care memory support facility and 616 independent living apartments and cottages.
- Frederick Mennonite Community d/b/a Frederick Living (Frederick Living) operates a CCRC in Frederick, Pennsylvania providing housing, health care and other services to elderly residents through the operation of a 61-bed nursing facility, a 104-unit personal care facility, a 31-unit personal care memory support facility and 165 independent living apartments and cottages. GSC began managing Frederick Living in August 2023 through an interim management services agreement. GSC acquired Frederick Living on February 1, 2024 (Note 2).
- GSV, LLC, a solely owned subsidiary of the Village, leases a building for use as medical offices.
- At Home Services, LLC provides home care services.
- Garden Spot Village of Akron d/b/a Maple Farm (Akron) operates a 46-bed nursing facility located in Akron, Pennsylvania.
- Garden Spot CoLiving, LLC (CoLiving) operates cooperative housing units.
- Forgeworks, LLC (Forgeworks) will provide management support and services to assist nonprofit organizations to expand and grow. Forgeworks activity is currently being recorded within Garden Spot Communities.
- TrellisWorks, a 501(c)(3) organization, is organized for the purpose of performing fundraising and other charitable activities to further the mission of GSC and its subsidiaries.
- GSV CCaH, LLC (d/b/a Vibrance) (Vibrance) will provide a continuing care at home membership program for seniors who wish to remain in their homes. There was no activity in Vibrance during 2025.
- GSC Leasing, LLC (GSC Leasing) will execute and operate leases to deliver senior living services to further the mission of GSC. There was no activity in GSC Leasing, LLC during 2025.
- GSC Ventures, Inc. (Ventures) is a for-profit holding corporation. There was no activity in Ventures during 2025 and 2024.
- Elanco Self Storage, LLC (Elanco) (whose sole member is Ventures) operates a storage facility in New Holland, Pennsylvania.
- GSC Property Holdings, LLC (Property Holdings) (whose sole member is Ventures) is organized to own and hold property, investments in property, and other related ventures.

The Village and GSV, LLC comprise the Garden Spot Obligated Group (Note 8).

The consolidated financial statements include the accounts of GSC and its controlled entities (collectively, the Organization). All significant intercompany balances and transactions have been eliminated in the consolidated financial statements of the Organization. The Organization's primary operations and service area includes New Holland and Zieglerville, Pennsylvania and surrounding communities in Lancaster County and Montgomery County, Pennsylvania.

Cash and Cash Equivalents

For purposes of the consolidated statements of cash flows, cash and cash equivalents include investments in highly liquid debt instruments purchased with an original maturity of three months or less.

Accounts Receivable, Residents, Net

The Organization assesses collectability on all resident accounts prior to providing services. An allowance for credit losses is recognized to reduce accounts receivable to its net realizable value for impairment of revenues for changes in resident credit worthiness. The allowance is estimated by management based on factors such as aging of the accounts receivable, and anticipated collection of the consideration. The allowance for credit losses was approximately \$378,000 and \$444,000, as of June 30, 2025 and 2024, respectively. Accounts are written off through the provision of credit losses when the Organization has exhausted all collection efforts and accounts are deemed impaired.

Investments and Investment Risk

Investments in equity securities with readily determinable fair values and all investments in debt securities are measured at fair value in the consolidated balance sheets. Investment income or loss (including realized and unrealized gains and losses on investments, interest and dividends) is included in revenues in excess of expenses unless the income or loss is restricted by donor or law. Interest income is measured as earned on the accrual basis. Dividends are measured based on the ex-dividend date. Purchases and sales of securities and realized gains and losses are recorded on a trade-date basis.

The Organization's investments are comprised of a variety of financial instruments and are managed by investment advisors. The fair values reported in the consolidated balance sheets are subject to various risks, including changes in the equity markets, the interest rate environment and general economic conditions. Due to the level of risk associated with certain investment securities and the level of uncertainty related to changes in the fair value of investment securities, it is reasonably possible that the amounts reported in the consolidated balance sheets could change materially in the near term.

Assets Whose Use is Limited

Assets whose use is limited primarily includes assets designated by the Board of Directors for various purposes, over which the Board retains control and may at its discretion, subsequently use for other purposes; assets designated by the Board of Directors to meet the statutory minimum liquid reserve requirements of Section 9 of the Commonwealth of Pennsylvania's Continuing Care Provider Registration and Disclosure Act (Act 82); assets held by trustees under trust indentures; entrance fee escrow deposits; and resident trust funds. Amounts available to meet current liabilities are classified as current assets in the consolidated balance sheets.

Investment in Partnership

Property Holdings holds a 33.33% interest in Veterans Building Investors, LLC which owns a building that will be used for rental units in future years. The investment is recorded using the equity method of accounting as an investment in partnership on the consolidated balance sheets. The investment is \$1,800,667 at June 30, 2025.

Property and Equipment

Property and equipment acquisitions are recorded at cost. Depreciation is computed using the straight-line method over the estimated useful lives of the depreciable assets. The Organization reviews all disbursements greater than \$1,500 and a useful life greater than one year for capitalization as property and equipment.

Impairment of Property and Equipment

Property and equipment are evaluated for impairment whenever events or changes in circumstances indicate the carrying value of an asset may not be recoverable from the estimated future cash flows expected to result from its use and eventual disposition. If expected cash flows are less than the carrying value, an impairment loss is recognized equal to an amount by which the carrying value exceeds the fair value of the assets. No impairment losses were recognized in 2025 and 2024.

Deferred Financing Costs

Costs incurred in connection with the issuance of long-term debt have been deferred and are being amortized over the terms of the related debt using the straight-line method, which approximates the effective interest method.

Resident Trust Funds

Resident funds are accounted for as trust funds and are maintained separate from other funds.

Entrance Fees**The Village**

Under certain entrance fee plans for independent living units, the Village receives payments in advance. Residents have five entrance fee plan options, three refundable options and two nonrefundable options. The refundable options have a guaranteed refund component, which is 50%, 75% or 90% of the entrance fee paid, with the balance refundable on a decreasing basis at a rate of 1% of the entrance fee per month for each month, or portion thereof, of occupancy in the independent living unit. As of April 2019, the Village is no longer offering the 50% refundable option. The nonrefundable options have no guaranteed refund component and are refundable on a decreasing basis for 48 months or 96 months, after which no refund is due or payable.

Entrance fee refunds are generally paid after the independent living unit vacated has been re-occupied by a new resident. The gross amount of contractual refund obligations under existing resident agreements at the Village at June 30, 2025 approximates \$28,687,000.

The guaranteed refund component of entrance fees received is not amortized to revenue and is classified as refundable entrance fees in the consolidated balance sheets. The balance of entrance fees received is amortized to revenue using the straight-line method over the annually adjusted estimated remaining life expectancies of the residents, and is classified as deferred revenue from entrance fees in the consolidated balance sheets.

Revenue from nonrefundable entrance fees received are recognized through amortization of the nonrefundable entrance fees using the straight-line method over annually adjusted estimated remaining life expectancies of the residents which approximates the period of time the goods and services under the agreements are expected to be transferred to residents. The unamortized portion is classified as deferred revenue from entrance fees in the accompanying consolidated balance sheets. At the Village, amortization of nonrefundable entrance fees included in net resident service revenues was \$9,868,288 in 2025 and \$10,193,538 in 2024.

The majority of services provided to the Village's independent living residents are paid for on a fee for service basis and are not included under the entrance fee plans.

Frederick Living

Under certain entrance fee plans for independent living units, Frederick Living receives payments in advance. Residents have three entrance plan options, two refundable options and a nonrefundable option. The refundable options have a guaranteed refund component, which is either 50% or 90% of the entrance fee paid, with the balance refundable on a decreasing basis at a rate of 2.5% of the entrance fee per month for each month or portion thereof of occupancy in the residential living unit. The nonrefundable option has no guaranteed refund component and is refundable on a decreasing basis for 40 months; after 40 months of occupancy, no refund is due or payable.

Entrance fee refunds are generally paid after the residential living unit vacated has been re-occupied by a new resident. The gross amount of contractual refund obligations under existing resident agreements at Frederick Living at June 30, 2025 approximates \$18,455,000.

The guaranteed refund component of entrance fees received is not amortized to revenue and is classified as refundable entrance fees in the consolidated balance sheets. The balance of entrance fees received is amortized to revenue using the straight-line method over the annually adjusted estimated remaining life expectancies of the residents, and is classified as deferred revenue from entrance fees in the consolidated balance sheets.

Revenue from nonrefundable entrance fees received are recognized through amortization of the nonrefundable entrance fees using the straight-line method over annually adjusted estimated remaining life expectancies of the residents which approximates the period of time the goods and services under the agreements are expected to be transferred to residents. The unamortized portion is classified as deferred revenue from entrance fees in the accompanying consolidated balance sheets. At Frederick Living, amortization of nonrefundable entrance fees included in net resident service revenues was \$2,685,456 in 2025 and \$874,421 in 2024.

Derivative Financial Instruments

The Organization has interest rate swap agreements, which are considered derivative financial instruments, to manage its interest rate risk on its long-term debt. The interest rate swap agreements are reported at fair value in the consolidated balance sheets and related changes in fair value are reported in the consolidated statements of operations as change in fair value of derivative financial instruments.

Split-Interest Agreements

Frederick Living has received, as contributions, perpetual trusts. Under these arrangements, Frederick Living recorded the asset and recognized permanently restricted contributions at the fair value of Frederick Living's beneficial interest in the trust assets. Income earned on the trust assets and distributed to Frederick Living is recorded as a restricted contribution on the consolidated statements of changes in net assets. Changes in fair value are recorded as valuation gains and losses in net assets with donor restrictions.

Net Assets

Net assets, revenues, gains and losses are classified based on the existence or absence of donor-imposed restrictions. Accordingly, net assets and changes therein are classified and reported as follows:

Net Assets Without Donor Restrictions - Net assets available for use in general operations and not subject to donor restrictions. All revenue not restricted by donors and donor-restricted contributions whose restrictions are met in the same period in which they are received are accounted for in net assets without donor restrictions.

Net Assets With Donor Restrictions - Net assets subject to donor-imposed restrictions. Some donor-imposed restrictions are temporary in nature, such as those that will be met by the passage of time or other events specified by the donor. Other donor-imposed restrictions are perpetual in nature, where the donor stipulates that resources be maintained in perpetuity. All revenues restricted by donors as to either timing or purpose of the related expenditures or required to be maintained in perpetuity as a source of investment income are accounted for in net assets with donor restrictions. When a donor restriction expires, that is when a stipulated time restriction ends or purpose restriction is accomplished, net assets with donor restrictions are reclassified to net assets without donor restrictions.

Net Resident Service Revenues

Net resident service revenues are reported at the amount that reflects the consideration the Organization expects to receive in exchange for the services provided. These amounts are due from residents or third-party payors and include variable consideration for retroactive adjustments, if any, under reimbursement programs. Performance obligations are determined based on the nature of the services provided. Net resident service revenues are recognized as performance obligations are satisfied.

Net resident service revenues are primarily comprised of skilled nursing, personal care, independent living and at home revenue streams, which are primarily derived from providing housing, skilled nursing, personal care and independent living services to residents at a stated daily or monthly fee, net of any explicit or implicit price concessions. The Organization has determined that the services included in the stated daily or monthly fee for each level of care represents a series of distinct services that have the same timing and pattern of transfer. Therefore, the Organization considers the services provided to residents in each level of care to be one performance obligation which is satisfied over time as services are provided. As such, skilled nursing, personal care and independent living revenues are recognized on a daily or month-to-month basis as services are rendered.

The Organization receives revenue for services under third-party payor programs, including Medicare, Medical Assistance and other third-party payors. Settlements with third-party payors for retroactive adjustments due to audits, reviews or investigations are included in the determination of the estimated transaction price for providing services. The Organization estimates the transaction price based on the terms of the contract, correspondence with the third-party payor and historical payment trends, and retroactive adjustments are recognized in future periods as final settlements are determined.

Benevolent Care

The Organization provides services to residents who meet certain criteria at amounts less than its cost of providing care. The Organization maintains records to identify and monitor the level of benevolent care it provides. The costs associated with the benevolent care services provided to residents include both direct costs and estimated indirect costs, as reported by management on the Organization's internal consolidated financial statements. The level of benevolent care provided by the Organization, which represents the difference between the estimated cost of providing care and the payments received for services rendered, was approximately \$704,000 and \$841,000 in 2025 and 2024, respectively.

Medical Assistance Reimbursement and Cost of Providing Care

The Organization provides nursing care to Medical Assistance program beneficiaries at amounts less than its cost of providing care. The Organization maintains records to identify and monitor the difference between the cost of providing care to Medical Assistance program beneficiaries and the payments received for services rendered. The costs associated with the services provided to Medical Assistance program beneficiaries include both direct costs and estimated indirect costs, as reported by management on the Organization's internal consolidated financial statements. The difference between the estimated cost of providing care to Medical Assistance program beneficiaries and the payments received for services rendered was approximately \$3,812,000 and \$2,840,000 in 2025 and 2024, respectively.

Rent Revenues

GSV, LLC leases medical office space and accounts for such leases as operating leases. Rent revenues are recognized when billed over the terms of the leases.

Income Taxes

GSC, the Village, Frederick Living, Akron and TrellisWorks are not-for-profit corporations as described in Section 501(c)(3) of the Internal Revenue Code (IRC) and are exempt from federal income taxes pursuant to Section 501(a) of the IRC. Ventures is a taxable corporation subject to federal income taxes. GSV, LLC, At Home Services, LLC, CoLiving, Forgeworks, Vibrance, GSC Leasing, LLC, Elanco, and Property Holdings are limited liability companies that have elected not to be treated as separate entities for federal income tax purposes and under applicable Treasury regulations will be disregarded as separate entities for federal income tax purposes.

Measure of Operations

The Organization's operating income includes all operating revenues and expenses that are an integral part of its program and supporting activities. Nonoperating activities are limited to resources that generate return from investments and other activities considered to be more unusual and nonrecurring in nature.

Performance Indicator

The consolidated statements of operations include the determination of revenues in excess of expenses. Changes in net assets without donor restrictions which are excluded from the determination of revenues in excess of expenses, consistent with industry practice, include contributions of long-lived assets (including assets acquired using contributions which by donor restriction were to be used for the purposes of acquiring such assets).

Use of Estimates

The preparation of consolidated financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the consolidated financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Reclassifications

Certain prior year amounts have been reclassified to conform to the current year presentation.

Subsequent Events

The Organization has evaluated subsequent events through October 1, 2025, which is the date the consolidated financial statements were issued.

2. Transfer of Memberships

Effective February 1, 2024, GSC became the sole member of Frederick Living. Frederick Living remained a separate not-for-profit organization. In connection with the affiliation, GSC entered into a Management, Marketing and Development Agreement with Frederick Living. The affiliation was consummated to achieve operating efficiencies. There were no amounts of consideration transferred to execute the affiliation.

The recognized amounts of identifiable assets acquired and liabilities assumed at the date of affiliation were as follows (in thousands):

Cash and cash equivalents	\$ 281
Investments	10,717
Accounts receivable	1,326
Prepaid expenses and other current assets	625
Beneficial interest in perpetual trusts	686
Property and equipment	45,248
Accounts payable and accrued expense	(2,396)
Lines of credit	(4,399)
Long-term indebtedness	(15,182)
Deposits from prospective residents	(131)
Refundable entrance fees	(14,372)
Deferred revenue from entrance fees	(12,617)
Net assets without donor restrictions (inherent contribution)	(8,121)
Net assets with donor restrictions (membership affiliation)	(1,665)
	<u>\$ -</u>

This transaction was accounted for using the acquisition method. The inherent contribution represents the net assets without donor restrictions of Frederick Living. The carrying amounts of cash and cash equivalents, accounts receivable, prepaid expenses, pledges receivable, and accounts payable and accrued expenses approximated fair value as of the acquisition date due to the short-term nature of these amounts. The fair value of Frederick Living's property and equipment as of the acquisition date was based on an independent third-party appraisal. The carrying amount of deferred revenue from entrance fees was deemed to approximate fair value as of the acquisition date as estimating fair value was not deemed practicable. The carrying amount of long-term indebtedness was also deemed to approximate fair value as the original terms of the long-term indebtedness are comparable to current market terms as of the acquisition date. The terms of the long-term indebtedness for Frederick Living are more fully described in Note 8.

EXHIBIT B

Garden Spot Communities and Subsidaries

Notes to Consolidated Financial Statements
June 30, 2025 and 2024

The consolidated statements of operations, changes in net assets and cash flows include the activities of Frederick Living for the five months from February 1, 2024 through June 30, 2024. The provisions of the affiliation were absent of any significant contingency payments, options, or commitments.

The results of operations of Frederick Living have been included in the consolidated statements of operations since the acquisition date. Certain financial information related to Frederick Living from the date of acquisition (February 1, 2024) through June 30, 2024 is as follows:

Operating revenues	<u>\$ 8,909,668</u>
Operating loss	<u>\$ (135,850)</u>
Revenues in excess of expenses and change in net assets without donor restrictions	<u>\$ 8,474,730</u>

The following table presents the pro forma results of the Organization for the year ended June 30, 2024, as through the Frederick Living acquisition described above occurred on July 1, 2023. The following pro forma information is not necessarily indicative of the results that would have been achieved if the acquisition had been effective on July 1, 2023.

	<u>2024</u>
Operating revenues	<u>\$ 80,276,768</u>
Operating loss	<u>\$ 1,004,778</u>
Revenues in excess of expenses	<u>\$ 6,137,814</u>
Change in net assets without donor restrictions	<u>\$ 190,471</u>

3. Net Resident Service Revenues

The Organization disaggregates revenues from contracts with customers by type of service and payor source as this depicts the nature, amount, timing and uncertainty of its revenues and cash flows as affected by economic factors. Net resident service revenues consist of the following for the years ended June 30:

	2025					
	Skilled Nursing	Personal Care	Independent Living	At Home Services	Other	Total
Self-pay	\$ 15,491,225	\$ 19,046,179	\$ 22,994,445	\$ 464,196	\$ 261,722	\$ 58,257,767
Medicare	5,056,713	-	-	-	-	5,056,713
Medical Assistance	4,820,498	-	-	-	-	4,820,498
Total	<u>\$ 25,368,436</u>	<u>\$ 19,046,179</u>	<u>\$ 22,994,445</u>	<u>\$ 464,196</u>	<u>\$ 261,722</u>	68,134,978
Amortization of entrance fees						<u>12,553,744</u>
						\$ 80,688,722

Garden Spot Communities and Substanes

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Notes to Consolidated Financial Statements
June 30, 2025 and 2024

	2024					
	Skilled Nursing	Personal Care	Independent Living	At Home Services	Other	Total
Self-pay	\$ 13,596,305	\$ 13,371,872	\$ 18,264,182	\$ 376,274	\$ 249,250	\$ 45,857,883
Medicare	3,963,635	-	-	-	-	3,963,635
Medical Assistance	3,832,732	-	-	-	-	3,832,732
Total	<u>\$ 21,392,672</u>	<u>\$ 13,371,872</u>	<u>\$ 18,264,182</u>	<u>\$ 376,274</u>	<u>\$ 249,250</u>	53,654,250
Amortization of entrance fees						<u>11,067,959</u>
						<u>\$ 64,722,209</u>

The Organization has agreements with third-party payors that provide for payments at amounts different from established rates. A summary of the payment arrangements with major third-party payors follows:

Medical Assistance - Nursing services provided to Medical Assistance program beneficiaries are paid at prospectively determined rates per day. These rates vary according to a resident classification system that is based on clinical, diagnostic and other factors and the reimbursement methodology is subject to various limitations and adjustments.

Medicare - Nursing and ancillary services provided to Medicare Part A beneficiaries are paid at prospectively determined rates per day. These rates vary according to a resident-specific classification system that is based on clinical, diagnostic and other factors and the reimbursement methodology is subject to various limitations and adjustments.

As described above, the Medical Assistance and Medicare rates are based on clinical, diagnostic and other factors. The determination of these rates is partially based on the Organization's clinical assessment of its residents. The Organization is required to clinically assess its residents at predetermined time periods throughout the year. The documented assessments are subject to review and adjustment by the Medical Assistance and Medicare programs.

Payment terms and conditions for the Organization's resident contracts vary by contract type and payor source, although terms generally include payment to be made within 30 days. Net resident service revenues for recurring and routine monthly services are generally billed monthly in advance. Net resident service revenues for ancillary services are generally billed monthly in arrears. Additionally, nonrefundable entrance fees are generally billed and collected in advance of move-in. Revenues collected from residents in advance are recognized as deferred revenue from entrance fees until the performance obligations are satisfied and are included in deferred revenues from entrance fees in the accompanying consolidated balance sheets. The Organization applies the practical expedient in ASC 606, and therefore, does not disclose amounts for remaining performance obligations that have original expected durations of one year or less.

4. Fair Value Measurements, Investments, Assets Whose Use is Limited and Other Financial Instruments

Fair Value Measurements

Fair value is defined as the price that would be received to sell an asset or the price that would be paid to transfer a liability in an orderly transaction between market participants at the measurement date. The framework that the authoritative guidance establishes for measuring fair value includes a hierarchy used to classify the inputs used in measuring fair value. The hierarchy prioritizes the inputs used in determining valuations into three levels. The level in the fair value hierarchy within which the fair value measurement falls is determined based on the lowest level input that is significant to the fair value measurement. The levels of the fair value hierarchy are as follows:

Level 1 - Fair value is based on unadjusted quoted prices in active markets that are accessible to the Organization for identical assets. These generally provide the most reliable evidence and are used to measure fair value whenever available.

Level 2 - Fair value is based on significant inputs, other than Level 1 inputs, that are observable either directly or indirectly for substantially the full term of the asset through corroboration with observable market data. Level 2 inputs include quoted market prices in active markets for similar assets, quoted market prices in markets that are not active for identical or similar assets and other observable inputs.

Level 3 - Fair value would be based on significant unobservable inputs. Examples of valuation methodologies that would result in Level 3 classification include option pricing models, discounted cash flows, and other similar techniques. The Organization did not hold any Level 3 investments for the years ended June 30, 2025 and 2024.

The Organization reports its investments, assets whose use is limited and derivative financial instrument as fair value on a recurring basis in accordance with the fair value hierarchy. The fair values of the Organization's investments, assets whose use is limited and derivative financial instruments were determined using the following inputs at June 30:

	2025		
	Total	Level 1	Level 2
Assets:			
Investments and assets whose use is limited:			
Marketable equity securities	\$ 5,159,477	\$ 5,159,477	\$ -
Mutual funds:			
Fixed income	20,973,245	20,973,245	-
Equity and other	16,345,209	16,345,209	-
Corporate bonds	2,241,961	-	2,241,961
U.S government obligations	1,689,027	-	1,689,027
Total investments and assets whose use is limited	<u>\$ 46,408,919</u>	<u>\$ 42,477,931</u>	<u>\$ 3,930,988</u>
Liabilities:			
Derivative financial instruments	<u>\$ 190,336</u>	<u>\$ -</u>	<u>\$ 190,336</u>

Garden Spot Communities and Subsidiaries

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Notes to Consolidated Financial Statements
June 30, 2025 and 2024

	2024		
	Total	Level 1	Level 2
Assets:			
Investments and assets whose use is limited:			
Marketable equity securities	\$ 4,196,318	\$ 4,196,318	\$ -
Mutual funds:			
Fixed income	21,530,243	21,530,243	-
Equity and other	14,371,447	14,371,447	-
Corporate bonds	1,978,180	-	1,978,180
U.S. government obligations	1,552,765	-	1,552,765
Total investments and assets whose use is limited	<u>\$ 43,628,953</u>	<u>\$ 40,098,008</u>	<u>\$ 3,530,945</u>
Derivative financial instruments	<u>\$ 3,433,528</u>	<u>\$ -</u>	<u>\$ 3,433,528</u>

Investments and assets whose use is limited are presented together in the tables above as there are various investment accounts that are allocated between the investments and assets whose use is limited on the consolidated balance sheets.

The following table reconciles the investments and assets whose use is limited to the consolidated balance sheets:

	2025	2024
Investments and assets whose use is limited reported at fair values in the tables above	\$ 46,408,919	\$ 43,628,953
Cash and cash equivalents included in investments and assets whose use is limited	16,840,134	4,713,618
Investments measured using alternative measurement	<u>2,024,429</u>	<u>1,697,832</u>
Total investments and assets whose use limited	<u>\$ 65,273,482</u>	<u>\$ 50,040,403</u>

Financial Instruments

Investments and assets whose use is limited are valued at fair value based on quoted market prices in active markets for mutual funds and marketable equity securities and are estimated using quoted prices for similar securities for U.S. government obligations and corporate bonds.

The Organization measures its derivative financial instruments at fair value based on proprietary models of an independent third-party valuation specialist. The fair value takes into consideration the prevailing interest rate environment and the specific terms and conditions of the derivative financial instruments and considers the credit risk of the counterparty to the agreement and the Organization. The method used to determine the fair value calculates the estimated future payments required by the derivative financial instruments and discounts these payments using an appropriate discount rate. The value represents the estimated exit price the Organization would pay or be paid to terminate the agreements.

Garden Spot Communities and Subsidaries

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Notes to Consolidated Financial Statements
June 30, 2025 and 2024

Investment Income

Investment return without donor restrictions is comprised of the following:

	2025	2024
Investment income:		
Interest income	\$ 1,655,319	\$ 1,391,996
Net realized gains on sales of investments	588,291	352,031
Total investment income	2,243,610	1,744,027
Change in net unrealized gains and losses on investments	2,626,037	1,548,103
Total investment return	\$ 4,869,647	\$ 3,292,130

Statutory Minimum Liquid Reserve Requirement

In compliance with Act 82, the Board of Directors designated a portion of Board-designated assets whose use is limited reserved to meet the requirements of Act 82. The amount designated was \$5,467,212 at June 30, 2025 and was calculated as follows:

	The Village	Frederick Living
Budgeted operating expenses for the year ending June 30, 2026	\$ 60,537,933	\$ 23,643,209
Less budgeted depreciation and amortization expense	(9,261,929)	(2,957,036)
Expenses subject to minimum liquid reserve requirement	51,276,004	20,686,173
Percentage of residents subject to entrance fee agreements at June 30, 2025	79.69%	66.77%
Subtotal	40,860,510	13,811,161
Statutory requirement	10%	10%
Statutory reserve requirement (a)	\$ 4,086,051	\$ 1,381,116 (a)
Debt service requirements for the year ending June 30, 2026:		
Principal	\$ 1,140,000	\$ 1,016,662
Interest	2,776,450	956,000
Total debt service	3,916,450	1,972,662
Percentage of residents subject to entrance fee agreements at June 30, 2025	79.69%	66.77%
Statutory reserve requirement (b)	\$ 3,121,019	\$ 1,317,146 (b)
Requirement, greater of (a) or (b)	\$ 4,086,051	\$ 1,381,161

5. Liquidity and Availability of Resources

The Organization's financial assets available for general expenditures within one year of the consolidated balance sheets date consist of the following at June 30:

	<u>2025</u>	<u>2024</u>
Cash and cash equivalents	\$ 13,533,929	\$ 11,569,775
Accounts receivable:		
Residents, net	2,590,500	2,947,205
Other	329,007	478,772
Investments	25,249,149	26,692,506
Beneficial interest in perpetual trusts	716,900	701,568
Less net assets with donor restriction	<u>(1,873,472)</u>	<u>(2,074,884)</u>
Total	<u>\$ 40,546,013</u>	<u>\$ 40,314,942</u>

The Organization has board-designated assets whose use is limited of \$18,777,475 and \$16,586,534 at June 30, 2025 and 2024, respectively, that are excluded from the table above. Although the Organization does not intend to utilize these funds for general expenditures as part of its annual budget and approval process. However, the Board-designated amounts in excess of those collateralized by the line of credit noted in Note 7, could be made available, if necessary.

The Organization designated a portion of its investments reserved to comply with the requirements of Act 82 (Note 3) and thus they are not included in the schedule above. Although the Organization does not intend to utilize the reserves for general expenditures as part of its annual budget and approval process, amounts designated as the reserves could be made available as necessary. The reserves are separately disclosed on the consolidated balance sheets and do not have third-party restrictions or limitations on the withdrawal and subsequent liquidation of such funds.

As part of the Organization's liquidity management, it has a policy to structure its financial assets to be available as its general expenditures, liabilities and other obligations come due. In addition, the Organization invests excess cash in short-term investments.

Additionally, the Organization maintains lines of credit to support operations as further described in Note 7.

6. Property and Equipment

Property and equipment consist of the following at June 30:

	2025	2024
Land	\$ 12,629,606	\$ 12,669,434
Land improvements	25,264,375	25,118,700
Buildings and improvements	234,812,663	223,209,648
Equipment and furnishings	20,785,175	19,029,676
Vehicles	1,129,109	967,354
Total	294,620,928	280,994,812
Accumulated depreciation	(123,688,696)	(112,656,364)
Total	170,932,232	168,338,448
Construction-in-progress	12,172,750	10,132,801
Property and equipment, net	<u>\$ 183,104,982</u>	<u>\$ 178,471,249</u>

Construction-in-progress at June 30, 2025 consists of several ongoing projects, including the combined heat and power system, expansion master planning, a second co-living house, and a storage unit facility. In addition, several renovation projects are underway, including skilled nursing renovations, common area renovations, and normal unit turnover renovations. At June 30, 2025, the Organization had entered into construction contracts of \$6,546,586, of which costs incurred were \$4,474,019.

7. Lines of Credit

The Village has a \$500,000 unsecured line of credit with Fulton Bank (Fulton). The line of credit bears interest at a variable rate (7.50% at June 30, 2025). There were no borrowings at June 30, 2025 and 2024.

The Village has a \$6,000,000 secured line of credit with Truist Bank (Truist). During May 2025, the line of credit expiration was extended to May 22, 2028 and the maximum principal was increased to \$15,000,000. The line of credit is secured by a mortgage lien and security interest in property and equipment of the Village. The line of credit bears interest at the Secured Overnight Financing Rate (SOFR) Index plus 1.95% (6.40% at June 30, 2025). There were no borrowings against the line of credit for working capital as of June 30, 2025. There were borrowings against the line of credit of \$838,888 as of June 30, 2024. The Village will pay an annual fee equal to 0.75% of the statement amount of the letter of credits. There are outstanding letters of credit \$2,180,790 and \$2,017,268 as of June 30, 2025 and 2024, respectively.

Frederick Living has a \$1,500,000 unsecured revolving line of credit with Univest. The line of credit bears interest at the prime rate plus 25 basis points (7.75% as of June 30, 2025). There were no borrowings as of June 30, 2025. There were borrowings of \$900,000 as of June 30, 2024.

Frederick Living has a \$3,500,000 secured nonrevolving line of credit with Univest used to finance capital projects. There were borrowings of \$3,499,879 as of June 30, 2024. The line of credit was converted to a loan in December 2024 (Note 8).

8. Long-Term Debt**Akron - Series 2011 Bonds**

In May 2011, the Lancaster Municipal Authority (LMA) issued, on behalf of Akron, its Series 2011 Revenue Note with a total maximum principal value of \$3,720,000. In conjunction with the issuance of the Series 2011 Revenue Note, Akron, the LMA and Fulton Bank (Fulton) executed a Project Financing Agreement whereby Fulton loaned the LMA the total principal value of the Series 2011 Revenue Note and the LMA assigned its right, title and interest in the Series 2011 Revenue Note to Fulton. The Series 2011 bonds are due in varying quarterly installments through May 2036, plus interest payable monthly at a variable rate equal to 70% of the SOFR Index plus 200 basis points or minimum of 2.53% (5.12% at June 30, 2025).

Series 2011 Revenue Note is secured by a first security interest in the Akron's gross receipts and a first mortgage lien on and security interest in substantially all of Akron's property and equipment. The Garden Spot Obligated Group guaranteed the payment of principal and interest on the Series 2011 Revenue Note. The Series 2011 Revenue Note also requires the Garden Spot Obligated Group to meet certain financial covenants.

Obligated Group - Series 2024 Bonds

In August 2024, the LMA, issued on behalf of the Garden Spot Obligated Group, Series 2024 Healthcare Facilities Revenue Bonds (2024 Revenue Bonds), debt in the maximum principal of \$67,270,000 to provide for overall debt service savings, while also establishing a project fund of \$15,200,000 for certain capital projects. The Series 2024 Revenue Bonds are secured by a mortgage lien on, and security interest in, substantially all of the Garden Spot Obligated Group's property and equipment, as defined. The 2024 Revenue Bonds were issued as two series: Series 2024A Refunding Note and Series 2024B Revenue Note. The proceeds from the new Series 2024A Refunding Note were used to refinance the outstanding balances of the Series 2019A Revenue Note, Series 2019B Revenue Note, Series 2019 CRN, and termination of the interest rate swaps (see below). The proceeds from the new Series 2024B Revenue Note established a project fund for skilled nursing renovations, the combined heat and power system, and other various capital needs.

The Series 2024A Refunding Note is tax-exempt and consists of \$13,910,000 10 year term bonds maturing May 1, 2025 to May 1, 2034 at 5.00%, \$22,245,000 20 year term bonds maturing May 1, 2044 at 5.00%, and \$15,915,000 25 year term bonds maturing May 1, 2049 at 5.00%. The Series 2024B Revenue Note is tax-exempt and consists of \$6,680,000 30 year term bonds maturing May 1, 2054 at 5.00% and \$8,520,000 35 year term bonds maturing May 1, 2059 at 5.00%.

The loss on refinancing is comprised of \$558,540 of deferred financing costs that were written off in conjunction with the refinancing of the Series 2019A Revenue Note, Series 2019B Revenue Note, and Series 2019 CRN.

Frederick Living - Series 2017 Loan

The Series 2017 Loan is secured by a mortgage lien on, and security interest in, substantially all of Frederick Living's property and equipment, as defined in the agreement with Univest. The Series 2017 Loan also requires Frederick Living to meet certain financial covenants. The Series 2017 Loan requires monthly payments of \$117,261, including interest at 3.83% payable through December of 2024. In December 2024, the interest rate was reset to 5.30%. The Series 2017 Loan is scheduled to mature in January of 2038.

Frederick Living - Loan Payable

In December 2024, Frederick Living converted a nonrevolving line of credit to a loan with Univest that was used to finance capital projects with a maximum principal of \$3,500,000. The loan is secured by marketable securities in the benevolent care fund held by Univest. Principal payments of \$100,000 are due semi-annually. Additionally, the loan agreement requires compliance with the terms of the Series 2017 Loan as defined above. The loan requires monthly interest payments at 200 basis points above the greater of the one-month term SOFR loan rate (6.45% as of June 30, 2025) and semi-annual principal payments of \$100,000 with a balloon payment of \$2,999,879 due January 2028.

Elanco - Construction Loan

In July 2024, Orrstown Bank issued a construction loan in the maximum principal amount of \$4,110,000 to provide for the construction of storage units for Elanco. The construction loan requires monthly payments with a balloon payment of \$3,680,625 due July 2031 of principal plus interest payable at a variable rate equal to SOFR plus 225 basis points (6.70% at June 30, 2025).

Long-term debt at June 30 is as follows:

	<u>2025</u>	<u>2024</u>
Akron - Series 2011 Bonds	\$ 2,310,000	\$ 2,480,000
Garden Spot Obligated Group - Series 2024A Refunding Note	50,725,000	-
Garden Spot Obligated Group - Series 2024B Revenue Note	15,200,000	-
Frederick Living - Series 2017 Loan	14,045,725	14,833,226
Frederick Living - Loan payable	3,399,879	-
Elanco - Construction loan	4,104,982	-
Debt refinanced in 2025	-	55,360,000
Debt extinguished in 2025	-	50,532
	<u>89,785,586</u>	<u>72,723,758</u>
Total	89,785,586	72,723,758
Unamortized deferred financing costs, net	(607,083)	(624,050)
Unamortized bond premium	2,131,219	-
Less current maturities	<u>(2,392,230)</u>	<u>(2,397,185)</u>
Total	<u>\$ 88,917,492</u>	<u>\$ 69,702,523</u>

Annual principal maturities on long-term debt, are as follows for the years ending June 30:

2026	\$ 2,392,230
2027	2,501,401
2028	5,422,659
2029	2,548,362
2030	2,676,398
Thereafter	<u>74,244,536</u>
Total	<u>\$ 89,785,586</u>

Interest Rate Swap Agreements

In conjunction with the issuance of the Garden Spot Obligated Group 2024 Revenue Bonds, various swap agreements were terminated related to the 2019 Series Revenue Notes, resulting in net proceeds paid to Garden Spot Obligated Group of \$2,019,182 in August 2024. The proceeds were subsequently used towards the payoff of the Series 2019 debt.

In July 2024, Elanco entered into an interest rate swap agreement, with Orrstown Bank, which is scheduled to expire in July 2031. According to the terms of the swap agreement, if the SOFR Index plus 225 basis points (6.70% at June 30, 2025) is less than the fixed rate of 6.59%, Elanco must make a monthly payment to the counterparty to the agreement. Conversely, if the SOFR Index plus 225 basis points is more than the fixed rate, the counterparty to the swap agreement must make a monthly payment to Elanco. The monthly payments are calculated by multiplying the notional amount (\$4,110,000 at June 30, 2025) by the difference between the SOFR Index plus 225 basis points and the fixed rate. The fair value of the swap agreement is estimated to be the amount Elanco would have to pay to terminate the swap agreement at June 30, 2025. Elanco estimates that it would have to pay \$190,336 on June 30, 2025, to terminate the agreement. These amounts are classified as derivative financial instruments in the consolidated balance sheets.

The fair value of the swap agreements is estimated to be the amount the Organization would be paid to terminate the swap agreements at June 30, 2025 and 2024. The Organization estimates that it would have to pay or been paid (\$190,336) and \$3,433,528 on June 30, 2025 and 2024, respectively to terminate the agreements. These amounts are classified as derivative financial instruments in the consolidated balance sheets.

Changes in the fair value of the swap agreements are included in revenues in excess of expenses since the agreements are not designated as a hedging instrument. The change in the fair value of the swap agreement are classified as change in fair value of derivative financial instruments in the consolidated statements of operations and was \$(1,604,682) in 2025. The payments to or from the counterparty are classified as a component of interest expense in the consolidated statements of operations or capitalized to property and equipment in the consolidated balance sheets if the funds from loan issued are used to finance construction. As a result of the swap agreements, the net interest paid was reduced by \$288,440 in 2025 and \$1,276,833 in 2024.

9. Accrued Expenses

Accrued expenses consist of the following at June 30:

	2025	2024
Salaries and benefits	\$ 1,823,246	\$ 1,677,954
Paid time off	1,590,438	1,463,984
Interest	667,072	247,478
Other	916,841	650,057
Total	<u>\$ 4,997,597</u>	<u>\$ 4,039,473</u>

10. Rental Revenues

GSV, LLC leases a building to Wellspan Properties, Inc. (the Hospital) under a noncancelable operating lease. Rent revenue was \$1,280,803 and \$1,268,535 in 2025 and 2024, respectively. In addition to the annual lease payments, the Hospital is required to reimburse GSV, LLC for certain operating expenses. Total reimbursements received were \$235,812 and \$223,221 in 2025 and 2024, respectively, and are included in other revenues in the consolidated statements of operations. The lease is scheduled to expire on September 30, 2030.

The Organization's accounting for real estate leases does not require significant assumptions and judgments. The Organization does not have any material leasing transactions with related parties. The Organization also has other rental income in connection with year to year leases.

The table below summarizes the Organization's future undiscounted cash flows to be received for years ending after June 30:

2026	\$ 1,251,507
2027	1,264,022
2028	1,276,662
2029	1,289,429
2030	1,302,323
Thereafter	<u>217,413</u>
Total lease payments to be received	<u><u>\$ 6,601,356</u></u>

11. Retirement Plan

The Organization sponsors a defined contribution retirement plan (the Plan). Contributions to the Plan were approximately \$1,004,000 and \$785,000 in 2025 and 2024, respectively.

12. Net Assets With Donor Restrictions

Net assets with donor restrictions are restricted for the following purposes as of June 30:

	<u>2025</u>	<u>2024</u>
Subject to expenditure for specified purpose	\$ 692,021	\$ 908,765
Subject to spending policy and appropriation:		
Endowment fund (maintained in perpetuity)	464,551	464,551
Not subject to spending policy or appropriation:		
Beneficial interest in perpetual trusts (maintained in perpetuity)	<u>716,900</u>	<u>701,568</u>
Total	<u><u>\$ 1,873,472</u></u>	<u><u>\$ 2,074,884</u></u>

EXHIBIT B

Garden Spot Communities and Subdaries

Notes to Consolidated Financial Statements
June 30, 2025 and 2024

13. Functional Expenses

The Organization's expenses for resident services (including nursing, dietary, social services, housekeeping and laundry, plant operations, real estate taxes and utilities), management and general (including administrative and marketing) and fundraising (included within administrative) are as follows for the years ended June 30:

2025				
	Resident Services	Management and General	Fundraising	Total
Salaries and wages	\$ 27,018,932	\$ 4,982,091	\$ 268,179	\$ 32,269,202
Other operational expenses	10,348,729	5,757,862	63,507	16,170,098
Employee benefits and payroll taxes	6,506,807	1,226,546	63,242	7,796,595
Ancillary care services	2,465,802	5,994	-	2,471,796
Food	3,512,200	24,016	15	3,536,231
Real estate taxes	2,626,277	-	-	2,626,277
Utilities	2,677,392	-	-	2,677,392
Depreciation	11,145,635	-	-	11,145,635
Interest	3,846,709	-	-	3,846,709
Total	<u>\$ 70,148,483</u>	<u>\$ 11,996,509</u>	<u>\$ 394,943</u>	<u>\$ 82,539,935</u>
2024				
	Resident Services	Management and General	Fundraising	Total
Salaries and wages	\$ 21,585,170	\$ 4,059,394	\$ 226,814	\$ 25,871,378
Other operational expenses	7,653,714	5,456,836	46,487	13,157,037
Employee benefits and payroll taxes	4,716,128	990,879	49,478	5,756,485
Ancillary care services	1,841,421	114	-	1,841,535
Food	2,644,891	23,525	-	2,668,416
Real estate taxes	2,150,596	-	-	2,150,596
Utilities	2,077,378	-	-	2,077,378
Depreciation	9,392,865	-	-	9,392,865
Interest	2,510,202	-	-	2,510,202
Total	<u>\$ 54,572,365</u>	<u>\$ 10,530,748</u>	<u>\$ 322,779</u>	<u>\$ 65,425,892</u>

Directly identifiable expenses are charged to resident services and fundraising. Management and general expenses include those expenses that are not directly identifiable with any other specific function but provide overall support and direction of the Organization.

14. Medical Malpractice Claims Coverage

The Organization maintains professional liability coverage on a claims-made basis. Other than for premiums paid under this policy, no provision has been made for estimated losses. Management believes no incidents occurred or will be asserted that will exceed the Organization's insurance coverage or will have a material adverse effect on the consolidated financial statements.

15. Commitment and Contingencies**Self-Insured Health Insurance**

The Organization self-insures certain of its health insurance benefits. The Organization believes costs associated with its self-insured health insurance benefits have been properly accounted for and accrued at June 30, 2025 and 2024.

Senior Living Services Industry

The senior living services industry is subject to numerous laws, regulations and administrative directives of federal, state and local governments and agencies. Compliance with these laws, regulations and administrative directives is subject to future government review and interpretation as well as regulatory actions unknown or unasserted at this time. Government activity continues to increase with respect to investigations and allegations concerning possible violations by healthcare providers of fraud and abuse statutes and regulations, which could result in the imposition of significant fines and penalties as well as significant repayments for resident services previously billed. Management is not aware of any material incidents of noncompliance; however, the possible future effects of this matter on the Organization, if any, are not determinable.

16. Concentrations of Credit Risk

The Organization grants credit without collateral to its residents, some of whom are insured under third-party payor arrangements, primarily with Medicare and Medical Assistance.

The Organization maintains cash accounts, which, at times, may exceed federally insured limits. The Organization has not experienced any losses from maintaining cash accounts in excess of federally insured limits. Management believes it is not subject to any significant credit risk on its cash accounts.

EXHIBIT B

Garden Spot Communities and Subsidiaries

Supplementary Information
Consolidating Schedule, Balance Sheet
June 30, 2025

	Obligated Group				At Home Services, LLC	Garden Spot Village of Akron	Frederick Living	Garden Spot Communities	Garden Spot CoLiving, LLC	Trellisworks	GSC Ventures, Inc.			Consolidated Totals
	Garden Spot Village	GSV, LLC	Eliminations	Totals							Elanco Self Storage	GSC Property Holdings, LLC	Eliminations	
Assets														
Current Assets														
Cash and cash equivalents	\$ 11,587,320	\$ -	\$ -	\$ 11,587,320	\$ -	\$ 262,623	\$ 1,063,217	\$ 576,390	\$ -	\$ 1,933	\$ 42,446	\$ -	\$ -	\$ 13,533,929
Assets whose use is limited, resident trust funds	1,893,287	-	-	1,893,287	-	6,726	19,413	-	-	-	-	-	-	1,919,426
Accounts receivable:														
Residents, net	1,255,328	-	-	1,255,328	51,169	582,344	700,826	-	833	-	-	-	-	2,590,500
Other	205,410	-	-	205,410	(5,597)	-	95,764	32,618	-	-	812	-	-	329,007
Prepaid expenses and other current assets	2,513,777	-	-	2,513,777	-	45,967	192,236	86,458	-	-	-	-	-	2,838,438
Due from affiliates	9,052,522	13,901,820	(13,901,820)	9,052,522	13,396	7,794	13,667	2,548,040	32,813	292	-	-	(11,668,524)	-
Total current assets	26,507,644	13,901,820	(13,901,820)	26,507,644	58,968	905,454	2,085,123	3,243,506	33,646	2,225	43,258	-	(11,668,524)	21,211,300
Investments	21,898,610	-	-	21,898,610	-	-	1,926,253	1,424,286	-	-	-	-	-	25,249,149
Assets Whose Use is Limited														
Board-designated	10,482,731	-	-	10,482,731	-	-	8,294,744	-	-	-	-	-	-	18,777,475
Statutory liquid minimum reserve	4,086,203	-	-	4,086,203	-	-	1,381,009	-	-	-	-	-	-	5,467,212
Under trust indenture, held by trustee	12,602,857	-	-	12,602,857	-	-	-	-	-	-	1,257,363	-	-	13,860,220
Total assets whose use is limited	27,171,791	-	-	27,171,791	-	-	9,675,753	-	-	-	1,257,363	-	-	38,104,907
Property and Equipment, Net														
Cost	234,326,669	8,677,609	-	243,004,278	209,011	9,270,745	48,346,547	641,725	-	-	5,321,372	-	-	306,793,678
Accumulated depreciation	(110,516,959)	(5,555,365)	-	(116,072,324)	(159,501)	(3,849,218)	(3,444,812)	(143,823)	-	-	(19,018)	-	-	(123,688,696)
Property and equipment, net	123,809,710	3,122,244	-	126,931,954	49,510	5,421,527	44,901,735	497,902	-	-	5,302,354	-	-	183,104,982
Beneficial Interest in Perpetual Trusts	-	-	-	-	-	-	716,900	-	-	-	-	-	-	716,900
Investment in Partnership	-	-	-	-	-	-	-	3,981,371	-	-	-	1,800,667	(3,981,371)	1,800,667
Total assets	\$ 199,387,755	\$ 17,024,064	\$ (13,901,820)	\$ 202,509,999	\$ 108,478	\$ 6,326,981	\$ 59,305,764	\$ 9,147,065	\$ 33,646	\$ 2,225	\$ 6,602,975	\$ 1,800,667	\$ (15,649,895)	\$ 270,187,905

EXHIBIT B

Garden Spot Communities and Subsidiaries

Supplementary Information
Consolidating Schedule, Balance Sheet
June 30, 2025

	Obligated Group				At Home Services, LLC	Garden Spot Village of Akron	Frederick Living	Garden Spot Communities	Garden Spot CoLiving, LLC	Trellisworks	GSC Ventures, Inc.			Consolidated Totals
	Garden Spot Village	GSV, LLC	Eliminations	Totals							Elanco Self Storage	GSC Property Holdings, LLC	Eliminations	
Liabilities and Net Assets (Deficit)														
Current Liabilities														
Lines of credit	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Current maturities of long-term debt	1,140,000	-	-	1,140,000	-	175,000	1,016,662	-	-	-	60,568	-	-	2,392,230
Accounts payable:														
Trade	935,985	-	-	935,985	-	188,017	732,808	(200)	-	-	2,146	-	-	1,858,756
Construction	1,096,574	-	-	1,096,574	-	-	180,656	-	-	-	143,732	-	-	1,420,962
Entrance fee refunds	648,722	-	-	648,722	-	-	766,534	-	-	-	-	-	-	1,415,256
Accrued expenses	2,798,737	121,627	-	2,920,364	40,238	431,547	1,036,040	531,687	-	-	37,721	-	-	4,997,597
Deferred grant revenue	8,241	-	-	8,241	-	-	-	-	-	-	-	-	-	8,241
Resident trust funds	1,893,287	-	-	1,893,287	-	6,726	19,413	-	-	-	-	-	-	1,919,426
Deposits from prospective residents	8,351,210	-	-	8,351,210	-	-	198,761	-	-	-	-	-	-	8,549,971
Due to affiliates	13,941,287	466,612	(13,901,820)	506,079	1,301,282	4,444,849	2,137,391	2,895,112	930	1,920	380,961	-	(11,668,524)	-
Total current liabilities	30,814,043	588,239	(13,901,820)	17,500,462	1,341,520	5,246,139	6,088,265	3,426,599	930	1,920	625,128	-	(11,668,524)	22,562,439
Long-Term Debt	66,466,826	-	-	66,466,826	-	2,079,292	16,428,942	-	-	-	3,942,432	-	-	88,917,492
Refundable Entrance Fees	5,410,714	-	-	5,410,714	-	-	13,251,570	-	-	-	-	-	-	18,662,284
Deferred Revenue From Entrance Fees	71,877,796	-	-	71,877,796	-	-	13,054,308	-	-	-	-	-	-	84,932,104
Derivative Financial Instruments	-	-	-	-	-	-	-	-	-	-	190,336	-	-	190,336
Total liabilities	174,569,379	588,239	(13,901,820)	161,255,798	1,341,520	7,325,431	48,823,085	3,426,599	930	1,920	4,757,896	-	(11,668,524)	215,264,655
Net Assets (Deficit)														
Without donor restrictions	24,683,964	16,435,825	-	41,119,789	(1,233,042)	(1,003,598)	8,749,072	5,720,466	32,716	-	1,845,079	1,800,667	(3,981,371)	53,049,778
With donor restrictions	134,412	-	-	134,412	-	5,148	1,733,607	-	-	305	-	-	-	1,873,472
Total net assets (deficit)	24,818,376	16,435,825	-	41,254,201	(1,233,042)	(998,450)	10,482,679	5,720,466	32,716	305	1,845,079	1,800,667	(3,981,371)	54,923,250
Total liabilities and net assets (deficit)	\$ 199,387,755	\$ 17,024,064	\$ (13,901,820)	\$ 202,509,999	\$ 108,478	\$ 6,326,981	\$ 59,305,764	\$ 9,147,065	\$ 33,646	\$ 2,225	\$ 6,602,975	\$ 1,800,667	\$ (15,649,895)	\$ 270,187,905

EXHIBIT B

Garden Spot Communities and Subsidiaries

Supplementary Information
Consolidating Schedule, Statement of Operations
Year Ended June 30, 2025

	Obligated Group				At Home Services, LLC	Garden Spot Village of Akron	Frederick Living	Garden Spot Communities	Garden Spot CoLiving, LLC	Trellisworks	GSC Ventures, Inc.			Consolidated Totals
	Garden Spot Village	GSV, LLC	Eliminations	Totals							Elanco Self Storage	GSC Property Holdings, LLC	Eliminations	
Revenues Without Donor Restrictions														
Net resident service revenues	\$ 51,097,466	\$ -	\$ -	\$ 51,097,466	\$ 460,622	\$ 7,351,403	\$ 21,777,903	\$ -	\$ 1,328	\$ -	\$ -	\$ -	\$ -	\$ 80,688,722
Management fee	264,450	-	(255,779)	8,671	-	-	-	4,821,571	-	-	-	-	(4,830,242)	-
Rent	41,500	1,280,803	-	1,322,303	-	13,800	3,000	-	34,322	-	-	-	-	1,373,425
Grant revenues	32,235	-	-	32,235	-	11,380	-	4,000	-	-	-	-	-	47,615
Other revenues	573,548	235,812	-	809,360	5,275	19,725	240,938	45,129	122	-	50,923	-	-	1,171,472
Net assets released from restrictions used for operations	119,345	-	-	119,345	-	-	13,612	-	-	-	-	-	-	132,957
Total revenues without donor restrictions	52,128,544	1,516,615	(255,779)	53,389,380	465,897	7,396,308	22,035,453	4,870,700	35,772	-	50,923	-	(4,830,242)	83,414,191
Expenses														
Nursing	14,283,086	-	-	14,283,086	542,821	5,331,005	7,136,614	-	-	-	-	-	-	27,293,526
Dietary	6,078,913	-	-	6,078,913	-	450,391	3,707,826	-	-	-	-	-	-	10,237,130
Social services	1,246,562	-	-	1,246,562	-	332,415	544,315	-	-	-	-	-	-	2,123,292
Housekeeping and laundry	1,294,163	-	-	1,294,163	-	190,504	890,075	-	-	-	-	-	-	2,374,742
Plant operations	4,872,835	13,441	-	4,886,276	-	473,289	2,774,560	-	-	-	12,767	-	-	8,146,892
Real estate taxes	1,740,500	115,203	-	1,855,703	-	84,974	639,899	842	7,192	-	37,667	-	-	2,626,277
Utilities	1,840,081	107,488	-	1,947,569	-	177,420	538,739	-	8,949	-	4,715	-	-	2,677,392
Administrative	2,820,397	-	-	2,820,397	566	626,905	1,552,073	4,356,910	-	-	12,076	-	-	9,368,927
Management fee	3,448,062	369,526	(255,779)	3,561,809	35,305	94,849	1,129,611	-	8,668	-	-	-	(4,830,242)	-
Marketing	1,580,423	-	-	1,580,423	-	5,820	477,243	615,971	-	-	19,956	-	-	2,699,413
Depreciation	8,042,392	217,116	-	8,259,508	17,259	322,482	2,495,772	31,626	-	-	18,988	-	-	11,145,635
Interest	2,644,579	-	-	2,644,579	1,481	135,959	969,227	256	-	-	95,207	-	-	3,846,709
Total expenses	49,891,993	822,774	(255,779)	50,458,988	597,432	8,226,013	22,855,954	5,005,605	24,809	-	201,376	-	(4,830,242)	82,539,935
Operating income (loss)	2,236,551	693,841	-	2,930,392	(131,535)	(829,705)	(820,501)	(134,905)	10,963	-	(150,453)	-	-	874,256
Other Income (loss)														
Investment income	1,644,837	-	-	1,644,837	-	-	407,340	186,269	-	-	5,164	-	-	2,243,610
Contributions	841,820	-	-	841,820	-	-	263,932	-	-	-	-	-	-	1,105,752
Change in net unrealized gains on investments	2,102,455	-	-	2,102,455	-	-	540,140	(16,558)	-	-	-	-	-	2,626,037
Change in fair value of derivative financial instruments	(1,414,346)	-	-	(1,414,346)	-	-	-	-	-	-	(190,336)	-	-	(1,604,682)
Loss on refinancing	(558,540)	-	-	(558,540)	-	-	-	-	-	-	-	-	-	(558,540)
Revenues in excess of (less than) expenses	4,852,777	693,841	-	5,546,618	(131,535)	(829,705)	390,911	34,806	10,963	-	(335,625)	-	-	4,686,433
Transfers (to) From Affiliates	(1,215,573)	(63,198)	-	(1,278,771)	-	1,278,771	-	-	-	-	-	-	-	-
Paid-In Capital	-	-	-	-	-	-	-	-	-	-	-	1,800,667	(1,800,667)	-
Net Assets Released From Restrictions Used for Purchase of Property and Equipment	311,048	-	-	311,048	-	-	-	-	-	-	-	-	-	311,048
Change in net assets (deficit) without donor restrictions	\$ 3,948,252	\$ 630,643	\$ -	\$ 4,578,895	\$ (131,535)	\$ 449,066	\$ 390,911	\$ 34,806	\$ 10,963	\$ -	\$ (335,625)	\$ 1,800,667	\$ (1,800,667)	\$ 4,997,481

EXHIBIT B

Garden Spot Communities and Subsidiaries

Supplementary Information
Consolidating Schedule, Balance Sheet
June 30, 2024

	Obligated Group				At Home Services, LLC	Garden Spot Village of Akron	Frederick Living	Garden Spot Communities	Garden Spot CoLiving, LLC	Elanco Self Storage	Eliminations	Consolidated Totals
	Garden Spot Village	GSV, LLC	Eliminations	Totals								
Assets												
Current Assets												
Cash and cash equivalents	\$ 10,291,538	\$ -	\$ -	\$ 10,291,538	\$ -	\$ 449,040	\$ 499,471	\$ 329,726	\$ -	\$ -	\$ -	\$ 11,569,775
Assets whose use is limited, resident trust funds	2,600,872	-	-	2,600,872	-	10,492	-	-	-	-	-	2,611,364
Accounts receivable:												
Residents, net	1,466,442	-	-	1,466,442	34,953	871,137	574,218	-	455	-	-	2,947,205
Other	48,408	-	-	48,408	-	-	361,164	69,200	-	-	-	478,772
Prepaid expenses and other current assets	1,041,083	-	-	1,041,083	-	49,425	127,295	33,625	-	-	-	1,251,428
Due from affiliates	8,048,884	12,971,299	(12,971,299)	8,048,884	12,847	91	30,546	1,172,636	21,451	-	(9,286,455)	-
Total current assets	23,497,227	12,971,299	(12,971,299)	23,497,227	47,800	1,380,185	1,592,694	1,605,187	21,906	-	(9,286,455)	18,858,544
Investments	21,072,081	-	-	21,072,081	-	-	1,709,119	2,911,306	-	-	-	25,692,506
Assets Whose Use is Limited												
Board-designated	8,570,874	-	-	8,570,874	-	-	8,015,660	-	-	-	-	16,586,534
Statutory liquid minimum reserve	3,857,990	-	-	3,857,990	-	-	1,292,009	-	-	-	-	5,149,999
Total assets whose use is limited	12,428,864	-	-	12,428,864	-	-	9,307,669	-	-	-	-	21,736,533
Property and Equipment, Net												
Cost	223,037,238	8,643,539	-	231,680,777	159,462	9,032,466	45,936,884	711,119	-	3,606,905	-	291,127,613
Accumulated depreciation	(102,587,740)	(5,338,249)	-	(107,925,989)	(142,243)	(3,526,736)	(949,055)	(112,341)	-	-	-	(112,656,364)
Property and equipment, net	120,449,498	3,305,290	-	123,754,788	17,219	5,505,730	44,987,829	598,778	-	3,606,905	-	178,471,249
Beneficial Interest in Perpetual Trusts	-	-	-	-	-	-	701,568	-	-	-	-	701,568
Investment in Partnership	-	-	-	-	-	-	-	2,180,704	-	-	(2,180,704)	-
Derivative Financial Instruments	3,433,528	-	-	3,433,528	-	-	-	-	-	-	-	3,433,528
Total assets	\$ 180,881,198	\$ 16,276,589	\$ (12,971,299)	\$ 184,186,488	\$ 65,019	\$ 6,885,915	\$ 58,298,879	\$ 7,295,975	\$ 21,906	\$ 3,606,905	\$ (11,467,159)	\$ 248,893,928

EXHIBIT B

Garden Spot Communities and Subsidiaries

Supplementary Information
Consolidating Schedule, Balance Sheet
June 30, 2024

	Obligated Group				At Home Services, LLC	Garden Spot Village of Akron	Frederick Living	Garden Spot Communities	Garden Spot CoLiving, LLC	Elanco Self Storage	Eliminations	Consolidated Totals
	Garden Spot Village	GSV, LLC	Eliminations	Totals								
Liabilities and Net Assets (Deficit)												
Current Liabilities												
Lines of credit	\$ 838,888	\$ -	\$ -	\$ 838,888	\$ -	\$ -	\$ 4,399,879	\$ -	\$ -	\$ -	\$ -	\$ 5,238,767
Current maturities of long-term debt	1,395,089	-	-	1,395,089	-	170,000	832,096	-	-	-	-	2,397,185
Accounts payable:												
Trade	689,437	-	-	689,437	-	79,879	682,079	-	-	-	-	1,451,395
Construction	823,295	-	-	823,295	-	-	-	-	-	791,582	-	1,614,877
Entrance fee refunds	639,887	-	-	639,887	-	-	539,654	-	-	-	-	1,179,541
Accrued expenses	2,089,944	118,541	-	2,208,485	39,764	360,156	986,662	444,406	-	-	-	4,039,473
Deferred grant revenue	46,516	-	-	46,516	-	11,380	-	-	-	-	-	57,896
Resident trust funds	2,600,872	-	-	2,600,872	-	10,492	-	-	-	-	-	2,611,364
Due to affiliates	13,056,304	352,866	(12,971,299)	437,871	1,126,762	5,452,620	468,521	1,165,909	153	634,619	(9,286,455)	-
Total current liabilities	22,180,232	471,407	(12,971,299)	9,680,340	1,166,526	6,084,527	7,908,891	1,610,315	153	1,426,201	(9,286,455)	18,590,498
Long-Term Debt												
	53,452,204	-	-	53,452,204	-	2,249,189	14,001,130	-	-	-	-	69,702,523
Deposits From Prospective Residents												
	7,313,930	-	-	7,313,930	-	-	190,910	-	-	-	-	7,504,840
Refundable Entrance Fees												
	5,910,576	-	-	5,910,576	-	-	13,767,360	-	-	-	-	19,677,936
Deferred Revenue From Entrance Fees												
	70,900,243	-	-	70,900,243	-	-	12,390,707	-	-	-	-	83,290,950
Total liabilities	159,757,185	471,407	(12,971,299)	147,257,293	1,166,526	8,333,716	48,258,998	1,610,315	153	1,426,201	(9,286,455)	198,766,747
Net Assets (Deficit)												
Without donor restrictions	20,735,712	15,805,182	-	36,540,894	(1,101,507)	(1,452,664)	8,358,161	5,685,660	21,753	2,180,704	(2,180,704)	48,052,297
With donor restrictions	388,301	-	-	388,301	-	4,863	1,681,720	-	-	-	-	2,074,884
Total net assets (deficit)	21,124,013	15,805,182	-	36,929,195	(1,101,507)	(1,447,801)	10,039,881	5,685,660	21,753	2,180,704	(2,180,704)	50,127,181
Total liabilities and net assets (deficit)	<u>\$ 180,881,198</u>	<u>\$ 16,276,589</u>	<u>\$ (12,971,299)</u>	<u>\$ 184,186,488</u>	<u>\$ 65,019</u>	<u>\$ 6,885,915</u>	<u>\$ 58,298,879</u>	<u>\$ 7,295,975</u>	<u>\$ 21,906</u>	<u>\$ 3,606,905</u>	<u>\$ (11,467,159)</u>	<u>\$ 248,893,928</u>

EXHIBIT B

Garden Spot Communities and Subsidiaries

Supplementary Information
Consolidating Schedule, Statement of Operations
Year Ended June 30, 2024

	Obligated Group				At Home Services, LLC	Garden Spot Village of Akron	Frederick Living	Garden Spot Communities	Garden Spot CoLiving, LLC	Elanco Self Storage	Eliminations	Consolidated Totals
	Garden Spot Village	GSV, LLC	Eliminations	Totals								
Revenues Without Donor Restrictions												
Net resident service revenues	\$ 48,620,127	\$ -	\$ -	\$ 48,620,127	\$ 374,629	\$ 7,115,470	\$ 8,610,888	\$ -	\$ 1,095	\$ -	\$ -	\$ 64,722,209
Management fee	234,157	-	(227,017)	7,140	-	-	-	4,555,581	-	-	(4,159,945)	402,776
Rent	38,652	1,268,535	-	1,307,187	-	16,424	1,250	-	27,672	-	-	1,352,533
Grant revenues	59,925	-	-	59,925	-	62,220	-	-	-	-	-	122,145
Other revenues	526,819	223,221	-	750,040	2,576	20,094	247,732	217,866	119	-	-	1,238,427
Net assets released from restrictions used for operations	43,520	-	-	43,520	-	-	-	-	-	-	-	43,520
Total revenues without donor restrictions	49,523,200	1,491,756	(227,017)	50,787,939	377,205	7,214,208	8,859,870	4,773,447	28,886	-	(4,159,945)	67,881,610
Expenses												
Nursing	13,428,892	-	-	13,428,892	454,622	4,742,817	2,637,095	-	-	-	-	21,263,426
Dietary	5,661,955	-	-	5,661,955	-	419,073	1,460,237	-	-	-	-	7,541,265
Social services	1,230,724	-	-	1,230,724	-	289,125	270,165	-	-	-	-	1,790,014
Housekeeping and laundry	1,206,008	-	-	1,206,008	-	177,543	359,364	-	-	-	-	1,742,915
Plant operations	4,864,907	11,358	-	4,876,265	-	429,016	1,064,356	-	-	-	-	6,369,637
Real estate taxes	1,690,558	111,882	-	1,802,440	-	82,732	257,620	819	6,985	-	-	2,150,596
Utilities	1,833,948	99,740	-	1,933,688	-	171,793	358,130	-	7,277	-	-	2,470,888
Administrative	2,649,070	-	-	2,649,070	2	666,907	627,797	4,102,273	-	-	-	8,046,049
Management fee	3,457,219	346,358	(227,017)	3,576,560	30,561	89,505	456,178	-	7,141	-	(4,159,945)	-
Marketing	1,479,177	-	-	1,479,177	-	1,147	208,181	459,530	-	-	-	2,148,035
Depreciation	7,839,721	255,477	-	8,095,198	10,093	306,484	949,054	32,036	-	-	-	9,392,865
Interest	1,964,065	-	-	1,964,065	175	155,775	390,084	103	-	-	-	2,510,202
Total expenses	47,306,244	824,815	(227,017)	47,904,042	495,453	7,531,917	9,038,261	4,594,761	21,403	-	(4,159,945)	65,425,892
Operating income (loss)	2,216,956	666,941	-	2,883,897	(118,248)	(317,709)	(178,391)	178,686	7,483	-	-	2,455,718
Other Income												
Investment income	1,468,788	-	-	1,468,788	-	-	171,542	103,697	-	-	-	1,744,027
Contributions	674,236	-	-	674,236	-	-	50,293	-	-	-	-	724,529
Change in net unrealized gains on investments	1,192,687	-	-	1,192,687	-	-	193,530	161,886	-	-	-	1,548,103
Change in fair value of derivative financial instruments	393,027	-	-	393,027	-	-	-	-	-	-	-	393,027
Inherent Contribution Received In Affiliation	-	-	-	-	-	-	8,121,187	-	-	-	-	8,121,187
Revenues in excess of (less than) expenses	5,945,694	666,941	-	6,612,635	(118,248)	(317,709)	8,358,161	444,269	7,483	-	-	14,986,591
Transfers (to) From Affiliates	(919,488)	(60,793)	-	(980,281)	-	980,281	-	-	-	-	-	-
Paid-In Capital	-	-	-	-	-	-	-	-	-	2,180,704	(2,180,704)	-
Change in net assets (deficit) without donor restrictions	\$ 5,026,206	\$ 606,148	\$ -	\$ 5,632,354	\$ (118,248)	\$ 662,572	\$ 8,358,161	\$ 444,269	\$ 7,483	\$ 2,180,704	\$ (2,180,704)	\$ 14,986,591

Garden Spot Communities and Subsidiaries EXHIBIT B

Garden Spot Obligated Group Statement of Cash Flows
Year Ended June 30, 2025

Cash Flows From Operating Activities

Change in net assets	\$ 4,325,006
Adjustments to reconcile change in net assets to net cash provided by operating activities:	
Depreciation	8,259,508
Loss on sale of fixed assets	1,508
Amortization of deferred financing costs	20,691
Amortization of bond premium and discount	(79,237)
Net realized and unrealized gains on investments	(2,365,121)
Deposits from prospective residents, net	1,037,280
Proceeds from nonrefundable entrance fees, existing units	11,205,935
Amortization of entrance fees	(9,868,288)
Restricted contributions	(113,722)
Loss on refinancing of long-term debt	558,540
Change in fair value of derivative financial instruments	1,414,346
Change in assets and liabilities:	
Accounts receivable, residents and other	54,112
Prepaid expenses and other current assets	(1,472,694)
Due from affiliates	(935,430)
Accounts payable, trade	246,548
Accrued expenses	711,879
Deferred grant revenue	(38,275)
Net cash flows provided by operating activities	<u>12,962,586</u>

Cash Flows From Investing Activities

Purchase of property and equipment	(11,164,903)
Proceeds from sales of investments and assets whose use is limited	5,959,187
Purchases of investments and assets whose use is limited	<u>(6,560,665)</u>
Net cash flows used in investing activities	<u>(11,766,381)</u>

Cash Flows From Financing Activities

Proceeds from lines of credit, net	(838,888)
Proceeds from borrowings on long-term debt	16,139,638
Proceeds from termination of interest rate swap agreements	2,019,182
Repayment of long-term debt	(3,414,714)
Payment of deferred financing costs	(465,385)
Proceeds from refundable entrance fees, existing units	261,469
Refunds of entrance fees	(1,112,590)
Restricted contributions	<u>113,722</u>
Net cash flows provided by financing activities	<u>12,702,434</u>
Net change in cash and cash equivalents	13,898,639

Cash and Cash Equivalents, Beginning

10,291,538

Cash and Cash Equivalents, Ending

\$ 24,190,177

Reconciliation of Cash, Cash Equivalents and Restricted Cash and Cash Equivalents

Cash and cash equivalents	\$ 11,587,320
Assets whose use is limited:	
Under trust indenture, held by trustee	<u>12,602,857</u>
Total cash, cash equivalents and restricted cash and cash equivalents	<u>\$ 24,190,177</u>

Supplemental Disclosure of Cash Flow Information

Interest paid	<u>\$ 2,213,427</u>
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Supplemental Disclosure of Noncash Investing and Financing Activities

Obligations incurred for the acquisition of property and equipment	<u>\$ 1,096,574</u>
Long-term debt refinanced	<u>\$ 55,360,000</u>

Garden Spot Communities and Subsidiaries

EXHIBIT B

Frederick Living Statement of Cash Flows

Year Ended June 30, 2025

Cash Flows From Operating Activities

Change in net assets	\$ 442,798
Adjustments to reconcile change in net assets to net cash provided by operating activities:	
Depreciation	2,495,772
Loss on sale of fixed assets	923
Net realized and unrealized gains on investments	(751,996)
Deposits from prospective residents, net	7,851
Proceeds from nonrefundable entrance fees, existing units	3,448,156
Amortization of entrance fees	(2,685,456)
Restricted contributions	(27,058)
Valuation gain, beneficial interest in perpetual trusts	(15,332)
Change in assets and liabilities:	
Accounts receivable, residents and other	138,792
Prepaid expenses and other current assets	(64,941)
Due from affiliates	1,685,749
Accounts payable, trade	50,729
Accrued expenses	49,378
Net cash flows provided by operating activities	<u>4,775,365</u>

Cash Flows From Investing Activities

Purchase of property and equipment	(2,229,945)
Proceeds from sales of investments and assets whose use is limited	1,004,008
Purchases of investments and assets whose use is limited	(837,230)
Net cash flows used in investing activities	<u>(2,063,167)</u>

Cash Flows From Financing Activities

Proceeds from lines of credit, net	(899,879)
Repayment of long-term debt	(887,622)
Proceeds from refundable entrance fees, existing units	1,811,106
Refunds of entrance fees	(2,199,115)
Restricted contributions	27,058
Net cash flows used in financing activities	<u>(2,148,452)</u>

Net change in cash and cash equivalents 563,746

Cash and Cash Equivalents, Beginning499,471**Cash and Cash Equivalents, Ending**\$ 1,063,217**Supplemental Disclosure of Cash Flow Information**

Interest paid	<u>\$ 955,907</u>
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Supplemental Disclosure of Noncash Investing and Financing Activities

Line of credit converted to long-term debt	<u>\$ 3,500,000</u>
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EXHIBIT C
Garden Spot Communities
and Subsidiaries
Budgeted Operations

Frederick Living

	Budget 2025-2026
Revenue- Accommodation	21,051,472
Revenue- Therapy Charges	1,206,000
Revenue - Ancillary Charges	161,000
Other Operating Revenue - Resident Services	246,800
Dining Service Revenues	746,640
Rental Revenues	18,000
Benevolent Contributions - Operating Offset	<u>0</u>
TOTAL OPERATING REVENUES	23,429,912
Provision for Bad Debts	20,000
Adjust Accommodation - Meal Plan Allowance	516,510
Contractual Allowance - Accommodation	1,792,333
Contractual Allowance - Ancillary	758,600
Sequestration Adjustment	10,000
Other Adjustment - Benevolent Care	<u>352,220</u>
TOTAL CONTRACTUAL & OTHER ADJUSTMENT	3,449,663
NET OPERATING REVENUE	<u><u>19,980,249</u></u>
Operating Expenses - Salaries and Wages	8,767,263
Operating Expenses - Benefits	2,166,835
Operating Expenses - Staff Costs	229,354
Operating Expenses - Professional Fees	1,442,357
Operating Expenses - Legal Fees	22,500
Operating Expenses - Management Fees	1,230,070
Operating Expenses - IT Services	376,944
Operating Expenses - Therapy Services	540,000
Operating Expenses - Pharmacy Services	18,260
Operating Expenses - Lab Services	2,000
Operating Expenses - Radiology Services	3,000
Operating Expenses - Ancillary/Other Care Services	114,700
Operating Expenses - Sales and Marketing	194,500
Operating Expenses - Food Costs	1,125,481
Operating Expenses - Events	69,080
Operating Expenses - Supplies/Equipment	575,269
Operating Expenses - Office Expenses	38,250
Operating Expenses - Government Expenses	105,750
Operating Expenses - Licenses/Dues/Subscriptions	40,665
Operating Expenses - Repairs & Maintenance	992,000
Operating Expenses - Refurbishments	40,000



EXHIBIT C
Garden Spot Communities
and Subsidiaries
Budgeted Operations

Frederick Living

	Budget 2025-2026
Operating Expenses - Insurance	332,621
Operating Expenses - Property Taxes	653,274
Operating Expenses - Utilities	<u>620,000</u>
TOTAL OPERATING EXPENSE	19,700,173
Operating Expenses - Interest Expense	<u>986,000</u>
TOTAL FIXED EXPENSE	<u>986,000</u>
TOTAL OPERATING AND FIXED EXPENSE	<u>20,686,173</u>
TOTAL OPERATING INCOME (LOSS) - BEFORE NON CASH ITEMS	<u>(705,923)</u>
Entrance Fee Amortization Revenue	2,042,000
Operating Expenses - Depreciation and Amortization	<u>(2,957,036)</u>
NET NON CASH ITEMS	<u>(915,036)</u>
TOTAL OPERATING INCOME (LOSS) - AFTER NON CASH ITEMS	<u>(1,620,959)</u>

Personalized Plans to Fit Your Needs

Prices vary according to size and location. Additional entrance fees for as-built upgrades including two-car garage, completed second floor, four-season room, screened-in patio, generator, etc. Please contact a sales rep for exact entrance fees for the home of your choice.

ENTRANCE FEE PLANS: As a continuing care retirement community, Frederick Living offers three entrance fee options:

Declining Refund Plan: Selection of this plan entitles you to a partial refund of your Entrance Fee within the first 40 months of residency. Entrance Fee refund is reduced by 2½% per month beginning on the designated occupancy date for 40 months. After 40 months, your Entrance Fee is fully invested in the community.

50% Refundable Plan: Selection of this plan entitles you to a minimum of 50% of your initial Entrance Fee refunded. 50% of the Entrance Fee refund is reduced by 2½% per month beginning on the designated occupancy date for 40 months.

90% Refundable Plan: Selection of this plan entitles you to a minimum of 90% of your initial entrance fee refunded. Entrance Fee is reduced by 2% per month for first five months.

THE MEADOWS

	HOME SIZE Approx. Square Feet	Entrance Fee Declining Refund Plan	Entrance Fee 50% Refundable Plan	Entrance Fee 90% Refundable Plan	\$195 Meal Plan Single Monthly Fee	\$195 Meal Plan Double Monthly Fee	\$295 Meal Plan Single Monthly Fee	\$295 Meal Plan Double Monthly Fee	\$390 Meal Plan Single Monthly Fee	\$390 Meal Plan Double Monthly Fee
Aster (single)	1,224	\$374,400	\$596,500	\$786,300	\$2,802	\$3,529	\$2,861	\$3,647	\$2,911	\$3,748
Aster	1,224	\$323,400	\$515,300	\$679,200	\$2,802	\$3,529	\$2,861	\$3,647	\$2,911	\$3,748
Lavender	1,323	\$335,300	\$534,200	\$704,200	\$2,802	\$3,529	\$2,861	\$3,647	\$2,911	\$3,748
Coneflower	1,395	\$364,800	\$581,200	\$766,100	\$2,802	\$3,529	\$2,861	\$3,647	\$2,911	\$3,748
Sunflower	1,432	\$365,000	\$581,600	\$766,500	\$2,802	\$3,529	\$2,861	\$3,647	\$2,911	\$3,748

VILLAS OF DOGWOOD COURT

Villas	1,845-2,500	\$433,100	\$690,100	\$909,600	\$3,106	\$3,921	\$3,169	\$4043	\$3,218	\$4,143
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COTTAGES OF DOGWOOD AND MAPLEWOOD COURT

1 Bed	680	\$135,600	\$216,100	\$284,800	\$2,637	\$3,452	\$2,696	\$3,570	\$2,744	\$3,669
1 Bed, Den + Garage	1,040	\$168,300	\$268,200	\$353,500	\$2,637	\$3,452	\$2,696	\$3,570	\$2,744	\$3,669
2 Bed, 1.5 Bath	1,150	\$188,900	\$301,000	\$396,700	\$2,765	\$3,580	\$2,828	\$3,702	\$2,876	\$3,801
2 Bed, 1.5 Bath + Garage	830-1,160	\$204,200	\$325,400	\$428,800	\$2,765	\$3,580	\$2,828	\$3,702	\$2,876	\$3,801
2 Bed, 2 Bath	1,200	\$191,000	\$304,300	\$401,100	\$2,850	\$3,665	\$2,914	\$3,788	\$2,962	\$3,887
2 Bed, 2 Bath + Garage	1,042	\$208,900	\$332,800	\$438,700	\$2,850	\$3,665	\$2,914	\$3,788	\$2,962	\$3,887
2 Bed, 2 Bath, Deluxe Patio/Garage	1,257	\$216,400	\$344,800	\$454,500	\$2,942	\$3,757	\$3,006	\$3,880	\$3,054	\$3,979
2 Bed, 2 Bath with Den, Patio/Garage	1,345	\$341,400	\$543,300	\$716,200	\$2,802	\$3,529	\$2,861	\$3,647	\$2911	\$3,748
3 Bed, 2 Bath, Patio + Garage	1,225	\$238,100	\$379,400	\$500,000	\$3,050	\$3,865	\$3,111	\$3,985	\$3,160	\$4,085

PATIO HOMES

1 Bed, Den, 1.5 Bath	1,092	\$195,000	\$310,700	\$409,500	\$3,486	\$4,370	\$3,544	\$4,487	\$3,591	\$4,475
1 Bed, Den, 1.5 Bath	1,151	\$205,700	\$327,700	\$432,000	\$3,560	\$4,444	\$3,618	\$4,561	\$3,665	\$4,549
1 Bed, Den, 2 Bath	1,218	\$217,600	\$346,700	\$457,000	\$3,638	\$4,522	\$3,695	\$4,638	\$3,743	\$4,627
1 Bed, Den, 2 Bath	1,474	\$263,300	\$419,500	\$553,000	\$3,715	\$4,599	\$3,773	\$4,716	\$3,820	\$4,704

OAKTREE APARTMENTS

Studio	420	\$85,600	\$136,400	\$179,800	\$2,840	N/A	\$2,898	N/A	\$2,945	N/A
Studio Deluxe	440	\$94,700	\$150,900	\$198,900	\$2,925	\$3,805	\$2,981	\$3,920	\$3,030	\$4,020
1 Bed	700	\$137,100	\$218,400	\$287,900	\$3,174	\$4,054	\$3,232	\$4,171	\$3,280	\$4,270
1 Bed Deluxe	814	\$159,300	\$253,800	\$334,500	\$3,299	\$4,179	\$3,357	\$4,296	\$3,404	\$4,394
2 Bed, 1 Bath	966	\$181,400	\$289,000	\$381,000	\$3,456	\$4,336	\$3,514	\$4,453	\$3,561	\$4,551
2 Bed, 2 Bath	1,050	\$197,200	\$314,200	\$414,100	\$3,554	\$4,434	\$3,612	\$4,551	\$3,659	\$4,649
2 BR, 2 Bath Deluxe	1,134	\$213,000	\$339,400	\$447,300	\$3,645	\$4,525	\$3,702	\$4,641	\$3,750	\$4,740
2 BR, 2 Bath Deluxe	1,400	\$262,900	\$418,900	\$552,100	\$3,709	\$4,589	\$3,767	\$4,706	\$3,814	\$4,804

Residential Living Ancillary Fee Schedule

GARAGE:	BEAUTY SHOP:	HOUSEKEEPING:	LAUNDRY SERVICE:	MAINTENANCE:	MEAL DELIVERY:
\$76 per month	Call for charges	\$28 per hour	\$1.75 per LB	\$42 per hour	\$4 per delivery

PET FEE

Pets are welcome with a one time \$150 fee per pet.

THERAPY SERVICES

Physical, occupational and speech therapies are provided on campus. Call 610.754.7878 x1217, for a list of fees and services.

TRANSPORTATION

Scheduled group trips: \$2 per person for any trip within a 15 mile radius or \$5 per person for any trip greater than 15 miles away

Individual transportation for appointments, family events, errands, etc. (Within 15-mile radius)

Individual, \$34 per hour/ per staff member	Two residents, per resident per hour \$23 per hour/ per staff member	Three residents or more, per resident \$21 per hour/ per staff member	*Additional \$1 per mile beyond the 15-mile radius.
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STORAGE FEE – Storage Fee is equal to daily rate.

ACCOMMODATION CLEANOUT & DISPOSAL FEE – \$1,000